

**ACBL Board of Directors  
Hybrid meeting (In-person and via Zoom Webinar)**

**March 8 – 11, 2022**

The meeting was called to order by President Joann Glasson on Tuesday, March 8, 2022, at 9:15 a.m. PST.

Present: In-person: Jonathan Steinberg R1, Mark Aquino R2, Margot Hennings R4, Dennis Carman R5, Paul Cuneo R9, David Lodge R11, Tim White R13, Carlos Muñoz D3, Joann Glasson D4, Jeff Overby D9, Larry Sealy D10, AJ Stephani D11, Deana Liddy D14, Cindy Shoemaker D17, Laurie Rowe D20, Stu Goodgold D21, David Moss D24  
Via Zoom: Flo Belford D2 and Georgia Heth D8

Also Present: In person: Doug Couchman, Advisory Council Chair, Joseph Jones, Executive Director, Peyton Dodson, Director of Finance, Linda Dunn, In-House Counsel, Greg Coles, Director of Bridge Services, Susie Cordell, Director of Information Technology, Mary Stratton, Director of Marketing, Stephanie Threlkeld, Marketing Manager, Sol Weinstein, Field Manager, Robb Gordon, National Recorder, and Sabrina Goley, Administrative Coordinator.

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**Approval of Meeting Minutes**

The November 22-24, 2021 regular meeting minutes and January 17, 2022 special meeting minutes were approved. The December 20, 2021 special meeting minutes were approved in executive session on Friday, March 11, 2022.

Carried

**Consideration of Non-Agenda Items**

Item NA221-01 Regional Director Special Election Procedures was approved as a non-agenda item by unanimous vote and assigned to the Governance Committee.

**Consent Calendar**

The following four motions were included on the Board's consent calendar, which motions had previously been reviewed by the Board, that were unanimously approved:

### **Item 221-BR08: Eliminate Redundancy in NABC Hospitality Requirements**

The Codification, Part 2 – Bridge Operations, Chapter VIII – North American Bridge Championships, C. Finances, Section 1 – Host Organization, was amended as follows to remove concessions coupons:

1. The following services and materials will be provided by the ACBL:
  - a. **Player Hospitality.** The ACBL will provide a snack daily for the players from the first Thursday through the last Saturday. The ACBL will confer with the local committee on the choice of snacks to provide local flavor. (effective 7/14/22)
  - ~~b. **Concession Coupons for Players.** The ACBL will provide a \$2 coupon to be used at the concession stand(s) for each player at the 10am and 3pm games through the tournament.~~

Effective date: July 2022 (beginning with the Summer 2022 NABC)

### **Item 221-ED01: Succession Plan Amendment to Codification**

Codification Part 1 – Governance and Policy, Chapter II – Business Management, B. Employees and Consultants, Section 5 – Executive Director Succession Plan, was deleted and replaced with the following:

#### Section 5 – Executive Director Succession Plan

- 5.1 The Board of Directors shall approve an Executive Director Succession Plan, which shall be maintained by the President and the Director of Human Resources.
- 5.2 This plan shall be used in the event of a vacancy in the Executive Director position due to retirement or resignation of the incumbent Executive Director; immediate vacancy due to the incapacitation, disability or death of the incumbent Executive Director, termination of the Executive Director, or any other cause of a vacancy in the Executive Director position.
- 5.3 Such plan shall be reviewed at least annually by the Executive Director Review Committee or other authority appointed by the President with approval of the Board and shall be amended from time to time as deemed necessary.
- 5.4 In the event that a new Executive Director needs to be hired, the ACBL President will appoint a Search Committee to research, interview, and recommend a new Executive Director to the Board.
- 5.5 The Executive Director Succession Plan is attached as Appendix 2-B to this chapter.

Effective immediately

### **Item 221-GV01: Elimination of Charity Committee**

The Codification, Part 1 – Governance and Policy, Chapter V– Charity, Foundations and Special Funds, A. Administration and Policy Regarding Charity, was amended as follows:

#### Section 2 – ACBL Charitable Recognition Award

- 2.1 Yearly, each District President shall select two members from their District to receive the ACBL Charitable Recognition Award.
- 2.2 Recipients shall receive a mailed letter of notification from the ACBL along with a recognition pin. Recipients also shall receive recognition in the *ACBL Bridge Bulletin*.
  - 2.2.1 A member of ACBL management shall sign the notification letters on behalf of the ACBL Board President and the ACBL Executive Director.
  - 2.2.2 ACBL management shall use email to notify each District President of their opportunity to name recipients and of their duty to email their selections to ACBL management within a specified time frame.
  - 2.2.3 A reminder email will be sent to each District President who has not responded.
  - 2.2.4 Failure to send recipients to ACBL management within the specified time frame will result in the forfeiture of awards for the annual award cycle.
  - 2.2.5 The ACBL Regional Director or District Director representing the District(s) will be copied on email notification and reminder email.
  - 2.2.6 Communications will be sent to District Presidents currently on file with the ACBL.
- 2.3 The ACBL Charitable Recognition Award is a lifetime right as long as the member is a member in good standing. If a recipient loses good standing status, the recipient's ACBL Charitable Recognition Award shall be removed. Upon regaining good standing status, a recipient shall not automatically be reinstated. Expulsion from the ACBL, suspension for one year or longer or probation for two years or longer will result in permanent removal of the ACBL Charitable Recognition Award. This section also shall apply to appointments to the National Charity Committee, which has been replaced by this award.
- 2.4 Members of the ACBL Board of Directors and the Chair of the Advisory Council will automatically receive the award. Each will receive a recognition pin but will not receive recognition in the *ACBL Bridge Bulletin*.
- 2.5 Replacement pins if lost or stolen will be provided free of charge to recipients of the ACBL Charitable Recognition Award.

Effective immediately

**Item 221-GV03: Correct Duplication in Election Procedure**

Codification, Part 1 – Governance and Policy, Chapter IV – Board Procedures, A. Administration, Section 3 – Elections, was amended as follows:

The Board of Directors’ election procedures for officers and other elected positions, with the exception of positions to the WBF or NABF, follow. Regulations concerning election procedures for the WBF and NABF positions are detailed in Chapter VII – International Bridge. Nominating procedures for all positions will be as described in 3.1 below.

**3.1 Nominations**

An eligible ACBL member desiring to be a candidate for ACBL President, ACBL Treasurer, WBF Representative, NABF Representatives, or other position elected by the ACBL Board of Directors may declare his own nomination by notifying the Director of Elections. In addition, a Board member may declare or nominate an eligible candidate from the floor at the time of the election. A person may only serve as ACBL President if he is also serving as a member of the Board of Directors.

Effective date: Immediately, prior to the election of the NABF Representative for the two positions starting in 2022

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**Item 221-BD01: Hall of Fame Committee Appointments**

David Grainger, Adam Grossack, and Joe Grue were appointed for three-year terms from the end of the Spring 2022 NABC through the end of the Spring 2025 NABC.

Iftikhar Baqai was appointed to complete the remaining term of Neil Chambers through the end of the Spring 2023 NABC.

Lisa Berkowitz was appointed to complete the remaining term of David Berkowitz through the end of the Spring 2024 NABC.

Josh Donn was appointed to complete the vacant term through the end of the Spring 2024 NABC.

**Item 221-BD03: Ethical Oversight Committee Appointments**

Kevin Bathurst, Jon Brissman, Bruce Ferguson, Hendrik Sharples, and Eddie Wold are appointed for a three-year term from the end of the Spring 2022 NABC through the end of the Spring 2025 NABC.

**Item 221-BD04: ACBL Disciplinary Committee Appointments**

Chris Benson, Mark Friedlander, Jan Martel, and Chris Moll were appointed for three-year terms from the end of the Spring 2022 NABC through the end of the Spring 2025 NABC.

**Item 221-BD05: Laws Commission Appointments**

Bart Bramley, Allan Falk, and Aaron Silverstein were appointed for five-year terms from the end of the Spring 2022 NABC through the end of the Spring 2027 NABC.

Oren Kriegel was appointed to complete the remaining term of Jeff Goldsmith through the end of the Spring 2024 NABC.

Doug Couchman was appointed to complete the remaining term of A.J. Stephani through the end of 2026.

**Item 221-BD07: Election of ACBL Treasurer**

David Lodge was elected by acclamation as ACBL Treasurer beginning May 1, 2022 through April 30, 2023.

**ACBL Management Report**

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

**Litigation Report**

The report on the status of litigation was received. (Attachment B)

The Board of Directors adjourned at 10:07 a.m. PST for committee meetings during the remainder of the day.

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The meeting was called to order by President Joann Glasson on Wednesday, March 9 at 9:00 a.m. PST.

Present: Same as March 8.

Also Present: Same as March 8 except for David Mabury, Director of User Experience from Lokion (a Memphis consulting firm), who joined the meeting during the Marketing Report presentation via Zoom and who exited the meeting at the conclusion of such report.

## Marketing Report

Mary Stratton and David Mabury presented to the Board the status of ongoing Marketing Dept. projects related to increasing ACBL membership, including the development of member personas with different characteristics that prescribe their differing demographics, behaviors and needs as ACBL members.

### **BRIDGE COMMITTEE**

Carman (C), Sealy (VC)

Aquino, Belford, Kovacich, Moss, Steinberg

Staff: Weinstein

As reported by Committee Chair

### **Item 221-BR01: Update appointment and terms of the Competition and Conventions Committee members**

Subsection 5.3 of the Codification, Part 1, Chapter IV – Board Procedures, D. Committees, Section 5 – Other ACBL Bodies, was amended as follows:

#### 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 and conduct work as needed between tournaments or at an NABC.

The Competitions and Conventions Committee may make changes to the following (effective 1/1/2022):

Alert Procedure

Convention Charts

Conditions of Contest

Defense Database

Notice of any change must be sent to the ACBL Board of Directors at least 30 days before the effective date of the change. The Board may choose to request additional information or take other action on the change within the 30-day period. (effective 1/1/2022)

The Competitions and Conventions Committee should seek affirmative approval from the Board of Directors on major changes to these documents (e.g., significant structural changes, allowing a previously prohibited controversial convention, significant changes to event structure). (effective 1/1/2022)

5.3.2 The Competition and Conventions Committee will consist of 11 members, of which eight (8) shall be expert players appointed by the President in consultation with the Competition and Conventions Committee chair. Appointments are subject to Board approval. The term of office for all eight expert players will be three-years. In addition, the chair of the ACBL Board's Bridge Committee shall be a voting ex-officio member of the Competition and Conventions Committee. The President shall designate a second voting ex-officio member from sitting ACBL Board members. ACBL management shall designate an ACBL Tournament Director to serve as a voting member.

Effective immediately, except as noted in the motion  
Carried unanimously

### **Item 221-BR02: Limited MP Event Eligibility**

Subsection 1.2.4 of Codification, Part 2, Chapter XIII – General Tournament Information, F. Events was amended as follows:

#### Section 1 – Tournament Events and Restrictions

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##### 1.2.4 Events

- a. Open: No masterpoint restriction
- b. Flighted (by masterpoints only): Three flights event. Each flight may have two strats.

Players who win, or at any time in the past won, an ACBL, USBF (or its equivalent, e.g., CBF, or WBF event which qualifies them to achieve Grand Life Master (GLM) status upon meeting all other GLM requirements, may not enter a masterpoint-restricted event, may play only in the top stratum of the top flight in non-bracketed events, and will be assigned eligibility points (if and as necessary) to bring them to 10,000 masterpoints for bracketing purposes in bracketed events. (Passed June 17, 2020; Effective January 1, 2020)

Players who represent, or at any time in the past represented, their NBO in a World Championship event with no upper age limit, for which qualification is required, may not enter a masterpoint-restricted event, may play only in the top stratum of the top flight in non-bracketed events, and will be assigned eligibility points (if and as necessary) to bring them to 10,000 masterpoints for bracketing purposes in bracketed events.

Note: Flighted KO events at Regionals may be bracketed (but may not be randomly grouped) to finish in four sessions.

- c. Stratified (by masterpoints only): Two or three strats. Up to five strats are permitted in a one-session event which has an upper limit of 300 or fewer masterpoints - specifically an I/N event.

Players who win, or at any time in the past won, an ACBL, USBF (or its equivalent, e.g., CBF), or WBF event which qualifies them to achieve GLM status upon meeting all other GLM requirements, may not enter a masterpoint-restricted event, may play only in the top stratum of the top flight in nonbracketed events, and will be assigned eligibility points (if and as necessary) to bring them to 10,000 masterpoints for bracketing purposes in bracketed events. (Passed June 17, 2020; Effective January 1, 2020)

Players who represent, or at any time in the past represented, their NBO in a World Championship event with no upper age limit, for which qualification is required, may not enter a masterpoint-restricted event, may play only in the top stratum of the top flight in non-bracketed events, and will be assigned eligibility points (if and as necessary) to bring them to 10,000 masterpoints for bracketing purposes in bracketed events.

Note: At sponsor option, the stratification of a team in an Open Stratified Swiss event may be determined by the average masterpoint holding of all team members.

- d. Stratiflighted (by masterpoints only): Two flights with up to three strats in each flight.

NOTE: Only flights/strats with 750 masterpoints or greater in two session Regional events are eligible for gold points.

- e. Handicapped: Based on masterpoint holding of entrants.
- f. Bracketed (KO and Swiss Teams): Based on the masterpoint holding of entrants.

Any player entering a bracketed event who has won an event that would qualify that individual to be designated a Grand Life Master when 10,000 masterpoints are accumulated will automatically be assigned the higher of their actual masterpoint holdings or 10,000 masterpoints when determining their team's bracket designation. In a Bracketed Swiss in which the top bracket is open to all teams, or in which there is a Flight A/X Swiss being played simultaneously, such player shall be placed in the top bracket, or Stratum A of the Flight A/X Swiss, as applicable. (Effective January 1, 2020)

- g. Masters: One member of each partnership must meet the minimum limit.
- h. Non-Life Masters: All entrants must be under the maximum limit.
- i. Life Masters: All entrants must meet Life Master requirements.
- j. Restricted (upper masterpoint limit): All entrants must be under the maximum limit.)
- k. Side Game Series (Open Pairs game only): May not be restricted by



age, gender, or masterpoint holding (may be stratified for single side game session awards only).

1. Choice (Pair game only): An event which is scheduled for three sessions during one calendar day (morning, afternoon and evening), and a pair must choose to play in only two of the three sessions. Concurrent event rule does not apply to any pair in this event during their un-played third session.

No action was taken on this motion; rather, it was sent to Competition and Conventions Committee for an opinion.

### **Item 221-BR03: Change Table Counting for Human Robot Pairs**

A motion was presented that would permit clubs to host robot/robot pairs in limited quantities in order to facilitate movements. Clubs would be able to use their discretion in allowing or not allowing robot/robot pairs and/or an unlimited number human/robot pairs, provided that robots do not count as part of the overall table count for the event. Under current rules, if there are four human/robot pairs, for example, this would count as two full tables. This motion would have resulted in the four humans being counted as one table while the robots would not count at all. No action was taken on this motion; rather it was sent to the Masterpoint Committee for an opinion.

### **Item 221-BR04: Update Electronic Device Policy**

The current Electronic Device Policy (Appendix J to the General Conditions of Contest – All Events), as adopted in **Item 163-07** and amended in **Item 173-17**, was replaced. (Attachment C)

Effective immediately

Carried

Nay: D2, D8

### **Item 221-BR05: Masterpoint Committee Discretion**

The Codification, Part 1 – Governance and Policy, Chapter IV – Board Procedures, D. Committees, Section 5 – Other ACBL Bodies, was amended as follows:

#### 5.9 Masterpoint Committee

5.9.1 The purpose of the Masterpoint Committee is to review the allocation of masterpoint awards and make changes 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.

The Masterpoint Committee may make changes to masterpoint rules or policies. Notice of these changes must be sent to the ACBL Board of Directors at least 30 days before the effective date of the change. The Board may choose to request additional information or take other action on the change within the 30-day period.

The Masterpoint Committee should seek affirmative approval from the Board of Directors on major changes to masterpoint rules or policies (e.g., the ability to earn pigmented masterpoints online in clubs or ACBL-sponsored games and the multipliers to be used in each case).

Sections 5.9.11 through 5.9.14 were deleted in their entirety.

and that:

The Codification, Part 1 – Governance and Policy, Chapter IV – Board Procedures, C. Meetings, Section 4 – Voting, was amended as follows:

#### 4.3 Second Reading

4.3.1 When a proposed regulation requires a second reading, it will be put on the full Board agenda and not be presented for committee action for the second reading unless there is ACBL member feedback, including Advisory Council. If any substantive change is made to the proposed regulation, it will require a subsequent third reading by the Board of Directors.

~~4.3.2 Any action by the Board quantitatively changing masterpoint awards shall become effective only after Board approval at the next meeting following its initial approval.~~

Effective April 1, 2022  
Carried unanimously

#### **Item 221-BR09: Permanent Royal STaC**

A motion was made that the trial Royal STaC be made a permanent option for Districts, and each District would be limited to two Royal STaCs per calendar year. Multi-District Royal STaCs would count as one occurrence for each District participating.

A motion to withdraw this motion carried unanimously.

#### **Discussion Item 221-BR01: Hybridization**

The Bridge Committee Chair reported on the discussion held during the committee meeting relating to the features and benefits of integrating online and face-to-face bridge. The committee thought it was a good idea but did not present any suggestions for implementation at this time.

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#### **Item 221-BD02: Competition and Conventions Committee Appointment**

Franco Baseggio, Doug Doub, Jeff Ford, David Grainger and Jeff Meckstroth are appointed for a three-year term from the end of the Spring 2022 NABC through the end of the Spring 2025 NABC.

**GOVERNANCE COMMITTEE**

Hennings (C)

Belford, Goodgold, Overby, Shoemaker, Steinberg

Staff: Dunn

As reported by Committee Chair.

**Item 221-GV02: Update Codification Regulations Related to Units**

Sections 1 and 2 of the Codification Part 2 – Bridge Operations, Chapter III – Administration of Operations, A. Units, was amended as follows:

Section 1 – Unit Jurisdiction and Relationship to ACBL

- 1.1 A Unit shall support the mission, vision, goals and objectives of the ACBL as appropriate to the Unit.
- ~~1.2 The relationship between ACBL and each of its chartered Units is that of independent organizations.~~
- 1.2 A Unit of the ACBL is authorized by and accountable to the ACBL Board of Directors and ACBL management in the operation of sanctioned bridge activities by means of a charter process.
- 1.3 The geographical area within which a Unit shall have jurisdiction shall be such area as is presently or may in the future be assigned to it by the ACBL Board of Directors.
- 1.4 The application for and acceptance of a charter constitutes an agreement to the following:
  - 1.4.1 The relationship between the ACBL and each of its chartered Units is that of independent organizations. This relationship shall not create any association, joint venture, partnership or agency relationship of any kind between a Unit and the ACBL.
  - 1.4.2 A Unit shall bear sole and complete responsibility and liability for its financial affairs. On an annual basis, any excess of Unit revenues over expenditures shall remain under the control of this Unit. This Unit also shall bear sole and complete responsibility for any deficit of Unit revenues over expenditures.
- 1.5 A Unit must be organized and operated in accordance with the purposes of the ACBL.
- 1.6 A Unit must be incorporated as a nonprofit corporation in good standing, or an unincorporated association in good standing, as defined by the state or other government authority in which the Unit has its primary place of business, and that it shall remain in good standing.

- 1.7 A Unit must adopt bylaws that are consistent with those of the ACBL and file a copy with the ACBL. ~~On request, ACBL will provide copies of typical Unit bylaws.~~
- 1.7.1 A Unit must comply with ACBL Bylaws, rules and regulations, as well as with all governmental (national, state, provincial and local) laws, rules and regulations. Failure to comply may result in censure, suspension, expulsion or other discipline in accordance with regulations established by the ACBL Board of Directors.
- 1.7.2 It is ACBL policy that Unit Bylaws and any subsequent amendments, deletions or additions be approved by the Unit's membership.
- 1.8 Unless expressly agreed to in writing, neither a Unit nor the ACBL is authorized to incur any liability, obligation or expense on behalf of the other, to use the other's monetary credit in conducting its activities, or to represent to any third party that either is an agent of the other.
- 1.9 A Unit accepts and acknowledges that it has been granted a conditional charter under the authority of the ACBL. Further, this Unit accepts and acknowledges that the privileges granted to the Unit under this conditional charter may be withdrawn according to the rules and regulations of the ACBL.
- 1.10 ACBL management may require that business between the ACBL and Units ~~to be~~ conducted electronically.
- 1.11 A Unit may not levy dues in the form of assessments or otherwise.
- 1.12 By acceptance of its portion of membership dues reimbursement, each existing chartered Unit shall re-affirm its agreement to the above.

## Section 2 – Unit Requirements

- ~~2.1 A Unit functions as an organization chartered by ACBL, which, in accordance with its charter, supervises and promotes many, but not all, aspects of ACBL bridge within its boundaries. It has the exclusive right to conduct all Sectionals held within its territory. In addition, it may obtain sanctions from ACBL to organize and conduct other games such as Unit Championships, Unit wide games, Unit charity games and extended team events, as well as club games.~~
- 2.1 A Unit must meet the following ACBL requirements to receive and maintain its ACBL charter:
- 2.1.1 Hold an annual membership meeting.
- 2.1.2 Produce an annual financial statement and make it available upon request to its District President and any of its members.

~~2.1.2.1 It is ACBL policy that Unit bylaws and any subsequent amendments, deletions or additions be approved by the Unit's membership.~~

~~2.1.3 Conduct at least one Sectional tournament every two years. (A waiver, for cause, may be granted by the District.)~~

2.1.3 Elect a Unit Board of Directors in accordance with its bylaws.

2.1.4 Select a designated Unit Electronic Contact (UEC).

2.1.5 Designate a member to serve as a liaison with the ACBL for the purpose of furthering educational programs.

~~2.1.6 Units are strongly urged to conduct an annual audit of their financial records. If an external audit by an independent professional is deemed too expensive, it is recommended that Units appoint an internal audit committee to, at a minimum, verify cash and cash equivalents and test major income and expense items.~~

2.2 Although not required by its charter, a Unit is strongly encouraged to:

2.2.1 Appoint an internal audit committee to, at a minimum, verify cash and cash equivalents and test major income and expense items. or conduct an annual audit of their financial records.

2.2.2 Participate in elections for Regional Director and Advisory Council Representatives.

2.3 No ACBL employees may serve on Unit boards as voting members nor may they serve as proxies to vote at a Unit meeting.

### Section 3 – Unit Responsibilities and Privileges

3.1 A Unit functions as an organization chartered by the ACBL. In accordance with its charter, a Unit:

3.1.1 Supervises and promotes many aspects of ACBL bridge within its boundaries.

3.1.2 Has the exclusive right to conduct all Sectionals held within its territory

3.1.3 Obtain sanctions from the ACBL to organize and conduct other games such as Unit Championships, Unit-wide games, Unit charity games extended team events, and club games.

~~3.1.4 Perform basic marketing functions as established by the ACBL Board of Directors.~~

3.2 As an organization chartered by the ACBL, a Unit has certain privileges. ~~The Unit receives a share of ACBL membership fees as established by the ACBL Board of Directors and~~ A Unit may:

3.2.1 Conduct Sectional tournaments. Conduct Regional and/or NABC tournaments when authorized by the District.

3.2.2 Conduct up to 24 Unit Championship sessions per year.

3.2.3 Conduct up to 4 Unit Charity sessions per year.

3.2.4 Run games on behalf of ACBL and/or the District-where there is a void.

~~3.2.5 Participate in elections for Regional Director and Advisory Council Representative.~~

3.3 A Unit will receive 11% of full dues payments and Life Master Service Fees paid by their members. This payment is intended to supplement unit funds for the following activities:

3.3.1 Promote an interest in duplicate bridge by providing a continuous and attractive program of bridge events to supplement those offered by clubs with sanctioned games.

3.3.2 Promote the development and enrollment of bridge players as members of the ACBL.

3.3.3 Promote membership retention by sponsoring educational and other activities for newer players.

3.3.4 Encourage people to conduct ACBL-sanctioned club games within a Unit.

3.3.5 Create and/or maintain a unit website and provide email capabilities to actively communicate with members.

3.4 A Unit is encouraged to carry out the following activities:

3.4.1 Cooperate with the District and the ACBL in the promotion of District-wide and ACBL-wide events.

3.4.2 Establish and maintain amicable relations with neighboring Units, the District and Conferences, thus fostering cooperation on matters of mutual interest.

3.4.3 Select people to fill the positions of Education Liaison, Tournament Coordinator, Electronic Contact, and Intermediate/Newcomer Coordinator, and other positions as required by the ACBL.

3.4.5 Conduct other activities in keeping with its purposes.

- 3.5 A Unit must comply with the requirements set forth in Section 2 above. Failure to do so will result in an initial penalty of the withholding of a Unit's share of membership dues and service fee rebates until it is in compliance with this regulation. Continuation of non-compliance may result in further action up to and including revocation of the Unit's charter.

Effective immediately  
Carried unanimously

### **Non-Agenda Item 221-01: Regional Director Special Election Procedures**

The ACBL Board of Directors adopted the following procedures to conduct a Special Election to fill the vacancy created by the sudden passing of Region 6 Director, Mike Kovacich:

Pursuant to ACBL Bylaws § 5.4.1, the following are the special election conditions to elect a new permanent Regional Director for Region 6, whose term shall expire on December 31, 2024:

1. Candidates must be an ACBL member in good standing (Codification Part 1 - Governance and Policy, Chapter 1 – Membership, A. Meetings, Section 2.3), a member of a Unit in Region 6 (District 7), at least 18 years of age and must have an email address.
2. A declaration of candidacy must be received by the Director of Elections no later than 5:00 PM CT on April 30, 2022.
3. Each Unit Board of Directors member in the District shall have “Unit Board Member Voting Power” as set out in ACBL Codification Chapter III – Administration, D. Elections, Section 4 (members of District 7 will be represented only in proportion to the members of their Unit Board Electors who actually cast ballots).
4. All balloting will be conducted electronically.
5. All ballots must be received by the Director of Elections by midnight on June 15, 2022.
6. The results of the election will be communicated as set out in ACBL Codification Chapter III – Administration, D. Elections, Section 10, with appropriate date adjustments as determined by the Director of Elections.
7. A protest to the result of an election should be filed with the Director of Elections in writing and must specify in detail the nature of the protest. The protest must be sent no later than five (5) days after the election results are announced by the Director of Elections.
8. All other conditions of this special election may be modified or adjusted at the sole discretion of the Director of Elections in consultation with the ACBL President, though the Director should follow the spirit of the procedures set out in ACBL Codification Chapter III –

Administration, D. Elections as much as is reasonably practicable given the abbreviated special election cycle.

9. The Director of Elections shall report directly to the ACBL President on this special election.

Effective immediately

Carried unanimously

### **Discussion Item 221-GV01: Unit Formation et al**

**Item 213-GV04** was tabled during the 2021 Fall Board meeting. The Board discussed Governance Committee recommendations to consider prior to submitting a revised motion, including but not limited to removing from the motion Section 3.6.2 (involuntary dissolution of a Unit) as proposed in **Item 213-GV04**, removing the stipulation that Units are required to hold a Sectional as it has been addressed in the rewrite of **Item 221-GV02**, requiring each party to provide a deposit if arbitration is required to form a new Unit, and the winning party would have their deposit returned to them, and whether all special elections should be conducted solely by email, and, if so, whether a successful resolution be based on 51% only of the members from the area requesting the change as is currently stated.

### **Discussion Item 221-GV02: Address Election Procedures in Codification**

The Governance Committee recommended that the same election (not nominating or declaring) procedures should govern all positions that the Board elects to resolve the discrepancies in the Codification. Given that voting currently can and is easily conducted electronically, all candidates should be elected by a majority. Board agreement with this procedure, if adopted, would negate the different procedures currently in effect in the Codification, Part 1 – Governance and Policy, Chapter VII – International Bridge, B. WBF Representative and NABF Board Members. The need for B. WBF Representative and NABF Board Members will be evaluated by the Governance Committee when a complete revision to Codification, Part 1 – Governance and Policy, Chapter IV – Board Procedures, A. Administration, Section 3 – Elections is submitted for consideration in during the Summer 2022 Board meetings.

The Board was requested to consider future changes that address the following:

- Timely notification of pending elections and/or appointed positions on the website, in the monthly ACBL Bulletin, and/or wherever the Director of Elections believes appropriate.
- Publishing an annual calendar (published in January in both the Bridge Bulletin and in a link accessible from the ACBL website) of when the various elected positions and appointed positions will be open based on the start date and duration of their term.
- Requirement that declarations of candidacy be received by email ten days before the election is scheduled.
- Accept nominations from the floor for a position for which only Board members are eligible. Do not accept nominations from the floor for which non-Board members are strongly encouraged to declare and Board members may also declare. The majority of the



committee believed it seriously disadvantages last minute candidates and can be perceived as unfair to those who have followed the rules and declared their candidacy by the deadline.

- All voting, including for Regional Directors, be conducted electronically.
- Announce vote total for each round of voting and the final result and report vote totals in the minutes.
- Require that Unit and District Board members have an email address in order to hold office.

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### **Item 221-BD06: Election of NABF Board Members**

Doug Couchman and Paul Cuneo were elected for a three-year term which begins immediately and ends on December 31, 2024.

The Board of Directors adjourned at 4:45 p.m. PST.

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The meeting was called to order by President Joann Glasson on Thursday, March 10 at 9:04 a.m. PST.

Present: Same as March 8.

Also Present: Same as March 8.

### **IT Report**

Susie Cordell presented to the Board challenges facing the ACBL Information Technology Dept. and reported on the status of ongoing IT Dept. projects.

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The Board of Directors convened into executive session with the Executive Director and the Administrative Coordinator for a discussion with the Appeals and Charges Committee from 10:12 a.m. – 11:42 a.m. PST.

The Board reconvened into open session at 11:45 a.m. PST and continued with committee reports.

**STRATEGIC COMMITTEE**

Cuneo (C), White (VC),  
Aquino, Goodgold, Liddy, Sealy, Shoemaker

Staff: Jones

As reported by Committee Chair

The Strategic Committee Chair discussed with the Board the ACBL’s current strategic direction.

**BYLAWS COMMITTEE**

Goodgold (C)  
Aquino, Steinberg

Staff: Dunn

As reported by Committee Chair

The Bylaws Committee Chair reported that the second reading of **Item 22S1-07** amending the ACBL Bylaws was not on the agenda because it must be published in the Bridge Bulletin at least 30 days in advance of the second reading. It will be on the agenda for the Summer 2022 Board meeting.

**FINANCE COMMITTEE**

Lodge, (C), Moss (VC)  
Cuneo, Hennings, Liddy, Rowe, White

Staff: Dodson

As reported by Committee Chair

The Finance Committee Chair reported on the 2021 financial results as well as current ACBL finances. (Attachment D)

**BRIDGE COMMITTEE**

Carman (C), Sealy (VC)  
Aquino, Belford, Kovacich, Moss, Steinberg

Staff: Weinstein

The Bridge Committee revisited and submitted **Item 221-BR06** that had been revised overnight:

Codification, Part 2, Chapter VI – Club Sanctioned Games, D. Club Championships and Special Events, was amended as follows:

Section 4 – Other Frequent Club Events

4.1 North American Bridge Championship Promotional Game

- 4.1.1 The ACBL allocates to each District one week of Sectional-rated face-to-face (F2F) NABC fundraising games in each of the three years prior to a North American Bridge Championship held within the District.

- 4.1.2 The District schedules weeks for the events, and the ACBL notifies all clubs within the District, advising them that the events may be held during their regular meeting times.
- 4.1.3 Clubs may hold the same number of these sessions as their allocated number of Membership Games.
- 4.1.4 A participating club must remit a sanction fee per table to the ACBL with the Monthly Report.
- 4.1.5 The District establishes the additional fees for this event, which are submitted directly to the District.
- 4.1.6 If an unpredictable event occurs which affects the ability to hold these fundraising games in the first and/or second year of the three-year period, the District will be allowed to schedule the missed week(s) within a later year of the same three-year period.

The Board directed ACBL management to determine requirements, timeline, and expense to modify software to allow District-only fundraiser weeks to be conducted in virtual bridge clubs. These games would be available one week per year for the three years prior to an NABC held within the District. They would have a masterpoint multiplier equivalent to that for the face-to-face fundraiser weeks. Software modifications would be required to restrict the games to VACB games run within the District (i.e., the Pool Master would have to be located with the geographical bounds of the District). ACBL management was instructed to report back to the Board at the Summer 2022 NABC regarding the feasibility of conducting such games at virtual bridge clubs.

Effective immediately  
Carried unanimously

<b>APPEALS AND CHARGES COMMITTEE</b>	
Stephani (C), Rowe (VC) Carman, Liddy, Overby, Sealy, White	Staff: Gordon

As reported by Committee Chair

**Item 221-AC01: Report on Hearings**

In the matter of Paul Rizza and Jo Watson, the committee upheld the finding of the Online Ethical Oversight Committee (OEOC) that Rizza and Watson violated CDR § 301(A)(2): Collusive Cheating: Other. The committee upheld the discipline recommended by the OEOC with modifications. They were suspended for two years followed by a two-year probationary period, including being excluded from playing together as partners in any ACBL sanctioned event during their probationary period. The committee used the OEOC date of January 16, 2022 as the date on which their suspension begins. They will be members not in good standing during the length of their probationary period. The committee modified the OEOC recommendation that Rizza and Watson forfeit all masterpoints earned together during their online play beginning on the date of their first player memo on September 2, 2020 and instead imposed a forfeiture of 10% of their total masterpoints. As the committee had noted multiple times in prior hearing reports, attempting to surgically excise specific masterpoints won illicitly comes with its own set of problems, and the committee noted that the CDR’s recommendation of a fixed percentage of total masterpoints is a suitable approach. The committee strongly urged all ACBL disciplinary committees to adopt this method in future cases.

**Item 221-AC02: Retire Anti-Cheating Commission**

Each of Codification, Part 1 – Governance and Policy, Chapter IV – Board Procedures, D. Committees, Section 5 – Other ACBL Bodies, 5.8 Anti-Cheating Commission, and Codification Part 2 – Bridge Operations, Chapter I – Membership Operating Guidelines, F. Discipline and ACBL Code of Disciplinary Regulations, Section 6 – Anti-Cheating Commission, were deleted to remove the Anti-Cheating Commission as a formal committee and to remove it from the ACBL disciplinary process, respectively.

Carried unanimously

<b>COMMUNICATIONS TASK FORCE</b>	
Shoemaker (C) Aquino, Belford, Rowe	Staff: Stratton

As reported by Task Force Chair

The Task Force Chair reported on the accomplishments of improved communication within the Board of Directors, between the Board and ACBL management, and the Board and ACBL membership.

The Board of Directors adjourned at 2:03 p.m. PST and reconvened in executive session for Executive Director Review.

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The meeting was called to order by President Joann Glasson on Friday, March 11 at 9:00 a.m. PST convened as the ACBL Charity Foundation membership.

Present: Same as March 8 except for Jonathan Steinberg R1 and A.J. Stephani D11

Also Present: Same as March 8 except for Jackie Zayac who joined the meeting.

### **ACBL Charity Foundation Special Meeting**

The ACBL Charity Foundation Special meeting was called to order by Vice President Jackie Zayac at 9:00 a.m. PST on March 11, 2022.

Ms. Zayac reviewed the following amendments to the Charity Foundation Bylaws which were carried unanimously:

#### **ARTICLE II Purpose and Objectives**

The ACBL Charity Foundation was formed to provide grants to non-bridge related 501(c)3 charities which will improve the quality of life in its bridge members' communities. It is organized exclusively for charitable purposes within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986. Within this general limitation, the specific purposes for which the Foundation is organized and operated are:

- Provide good stewardship in the management of funds received from the ACBL charity games or through direct donations by others.
- Issue grants to all American Contract Bridge League (ACBL) Districts or Regions to support non-bridge related 501(c)3 charitable organizations in each District or Region on a rotating basis.
- Provide a grant contribution to a qualified charity selected by the local tournament committee at each North American Bridge Championship (NABC).
- Evaluate and issue grants to some charities who formally apply for grants from the ACBL Charity Foundation.
- Evaluate and issue grants requested by ACBL members to some charities outside of the ACBL boundaries.
- Assess the needs of any community within an ACBL's District or Region after a natural disaster and consider issuing a grant to the appropriate charity.
- Enable each member of the ACBL Board of Directors and each ACBL Charity Foundation Trustee to distribute a set dollar amount to a charity of their choice each year.

...

8. Quorum. At any meeting of members of the corporation the presence of half of the members in person or by video conferencing or two-thirds in person or by video conferencing and by proxy shall be necessary to constitute a quorum for all purposes except as otherwise provided by law, and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the full membership except as may be otherwise specifically provided by statute or by these Bylaws. In the absence of a quorum or when a quorum is present, a meeting may be adjourned from time to time by vote of a majority of the members present in person or by proxy, without notice other than by announcement at the meeting and without further notice to any absent member.
9. Voting. At every meeting of members each member shall be entitled to vote in person, by video conferencing or by proxy duly appointed by instrument in writing which is subscribed by such member and which bears a date not more than eleven months prior to such meeting, unless such instrument provides for a longer period. Each member of the corporation shall be entitled to one vote. The vote for Trustees and the vote upon any question before the meeting shall be by ballot upon the demand of any members. If members attend by video conferencing, the inspectors of election will add their votes to the total number of votes received in person. All elections shall be had and all questions decided by a majority vote of the persons present in person, by video conferencing or by proxy. Trustees shall be elected annually.

...

12. Removal of Members, Trustees, or Officers. Any member, Trustee, or officer may be removed from membership or from office by the affirmative vote of two-thirds of the full membership, registered either in person, by video conferencing or by proxy, at any regular or special meeting called for that purpose, for conduct detrimental to the interests of the corporation, for lack of sympathy with its objectives or for refusal or inability to render reasonable assistance in carrying out its purposes. Any such member, officer, or Trustee proposed to be removed shall be entitled to at least fifteen days notice in writing by mail of the meeting at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting in person or by video conferencing.

The ACBL Charity Foundation meeting adjourned at 9:06 a.m. PST and Ms. Zayac exited the meeting.

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The meeting of the Board of Directors was called to order by President Joann Glasson at 9:07 a.m. PST. Jonathan Steinberg and A.J. Stephani joined the meeting.

**AUDIT COMMITTEE**

Munoz (C)  
Carman, Moss

Staff: Dodson

As reported by Committee Chair

The Audit Committee Chair reported on the Audit Committee meeting that had been held on Friday, March 4, 2022. At that meeting, the In-House Counsel reported on the Board’s conflict of interest questionnaires and the committee agreed with In-House Counsel that there were no conflicts reported. The committee also agreed that no changes were required to the ACBL’s Conflict of Interest Policy and Whistleblower Policy. In addition, the committee reported on their meetings with the ACBL’s auditors and their receipt of the independent Audit Report for fiscal year 2021.

\* \* \* \* \*

The Board of Directors adjourned at 9:45 a.m. PST and reconvened into executive session during the afternoon session for discussions with the Executive Director Review Committee.