

FULL BOARD

Glasson (P), Heth (C)

Steinberg, Belford, Muñoz, Hennings, Heller, Overby, Sealy, Stephani, Carman, Liddy, Cuneo, Shoemaker, White, Rowe, Goodgold, Lodge, Moss, Aquino

Date: June 13, 2022

Submitted by: Joann Glasson

Input from Committee:

Purpose: To certify elected member of Board of Directors of the ACBL.

Item 222-BD01: Certification of Election

Moved that:

Barbara Heller is hereby certified as having been duly elected to the Board of Directors of the American Contract Bridge League to complete the remaining term for Region 6 Regional Director, July 11, 2022 through December 31, 2024.

Effective: July 11, 2022

Estimated cost/savings: N/A

Carried 19-0-0

FULL BOARD

Glasson (P), Heth (C)
Steinberg, Belford, Muñoz, Hennings, Overby, Sealy, Stephani, Carman, Liddy, Cuneo,
Shoemaker, White, Rowe, Goodgold, Lodge, Moss, Aquino

Date: June 13, 2022

Submitted by: Joann Glasson

Input from Committee: Online Ethical Oversight Committee

Purpose: To appoint members of the Online Ethical Oversight Committee

Item Type:

	Action Item
	Discussion Item
x	Motion

Item 222-BD02: Online Ethical Oversight Committee Appointments

Moved that:

Cheri Bjerkan, Jordan Chodorow, Ira Chorush, Richard Popper and Rick Rowland be appointed for a three-year term to the Online Ethical Oversight Committee from the end of the Summer 2022 NABC through the end of the Summer 2025 NABC.

Effective date: End of the Summer NABC

Estimated cost/savings: None

Carried 20-0-0

APPEALS AND CHARGES COMMITTEE

Stephani (C), Rowe (VC)

Carman, Liddy, Overby, Sealy, White

Staff: Edelstein

Item 221-AC01: Report on Hearings

Yock/Friedman

In the matter of Charlene Friedman and Cynthia Yock, the Committee approved a Negotiated Resolution entered into by the parties and ACBL management in which they admitted a violation of CDR § 301(A)(2): Collusive Cheating: Online. They agreed to a Suspension of 6 months beginning on May 12, 2022), followed by a Probation of 18 months, and a 8.5% forfeiture of total Masterpoints for Friedman and 12.5% forfeiture of total Masterpoints for Yock. They will be Members “Not in Good Standing” during the length of their Probationary period.

Noronha/Noronha

In the matter of John and Azalea Noronha, the Committee approved a Negotiated Resolution entered into by the parties and ACBL management in which they admitted a violation of CDR § 301(A)(2): Collusive Cheating: Online. They agreed to a Suspension of 6 months, followed by a Probation of 2 years, and a 10% forfeiture of total Masterpoints for John and 25% forfeiture of Masterpoints for Azalea. They will be a Members “Not in Good Standing” during the length of their Probationary period.

Anderson/Anderson

In the matter of Roger and Sharon Anderson, the Committee approved a Negotiated Resolution entered into by the parties and ACBL management in which they admitted a violation of CDR § 301(A)(2): Collusive Cheating: Online.

Roger Anderson agreed to a Suspension of 30 months, followed by a Probation of 5 years, an Exclusion from playing with Sharon Anderson as partners in online ACBL sanctioned events during the length of his Probation, and a forfeiture of 10% of his total Masterpoints. He will be a Member “Not in Good Standing” during the length of his Probationary period.

Sharon Anderson agreed to a Suspension of 3 years, followed by a Probation of 5 years, an Exclusion from playing with Roger Anderson as partners in online ACBL sanctioned events during the length of her Probation, a forfeiture of 10% of her total Masterpoints, and withdrawal from ACBL Hall of Fame induction. She will be a Member “Not in Good Standing” during the length of her Probationary period.

Bein/Price

In the matter of Marilyn Bein and Harry Price, the Committee approved a Negotiated Resolution entered into by the parties and ACBL management in which they admitted a violation of CDR § 301(A)(2): Collusive Cheating: Online. They agreed to a Suspension of 6 months, followed by a

Probation of 2 years, and a forfeiture of 12.5% of total Masterpoints for Marilyn Bein and 15% of total Masterpoints for Harry Price. They will be Members “Not in Good Standing” during the length of their Probationary period.

Owens/Owens

In the matter of Chris and Susan Owens, the Committee approved a Negotiated Resolution entered into by the parties and ACBL management in which they admitted a violation of CDR § 301(A)(2): Collusive Cheating: Online. They agreed to a Suspension of 3 months, followed by a Probation of 2 years, and a forfeiture of 20% of total Masterpoints for Chris Owens and 10% of total Masterpoints for Susan Owens. They will be Members “Not in Good Standing” during the length of their Probationary period.

Zempel/Zempel

In the matter of Charles and Jane Zempel, the Committee upheld the finding of the OEOC Panel that they violated CDR § 301(A)(2): Collusive Cheating: Other. The Committee also upheld the discipline recommended by the OEOC Panel. Accordingly, they will be Suspended for 30 months, followed by a 2-year Probation period, and a forfeiture of 10% of total Masterpoints. They will be Members “Not in Good Standing” during the length of their Probationary period.

APPEALS AND CHARGES COMMITTEE

Stephani (P), Rowe (C)
Carman, Liddy, Overby, Sealy, White

Staff: Edelstein

Date: June 10, 2022 (updated June 12)

Submitted by: Jonathan Steinberg

Input from Committee:

Purpose:

Item Type:

	Action Item
	Discussion Item
X	Motion

Item 222-AC02: Remove GLM status and Hall of Fame membership

Moved that:

In the CDR (February 1, 2002),

404. DISCIPLINE OPTIONS BY DISCIPLINARY BODIES be amended as follows:

(F) Forfeiture of Masterpoints/Titles for a First Degree Ethical Violation. When a Disciplinary Body finds an ACBL member responsible for a First Degree Ethical Violation and is suspended for a period of two years or more or expelled, that member shall be:

- 1) Permanently ineligible to be awarded the ACBL rank of Grand Life Master
- 2) Permanently ineligible to be inducted into the ACBL Hall of Fame
- 3) If a current GLM, the title/rank of GLM shall immediately be revoked
- 4) If a current member of the ACBL Hall of Fame, such membership shall immediately be revoked.

Except as provided above, the Committee may impose the forfeiture of any or a combination of any of the following:

- (1) Masterpoints, in accordance with CDR § 301(A)(7);
- (2) specific titles or all titles earned by the person disciplined;
- (3) ACBL status rank(s);

(4) other ACBL related awards theretofore earned by said participants through participation in all ACBL events.

Effective date July 15, 2022

Estimated cost/savings N/A

Carried 17-3-0

BRIDGE COMMITTEE

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

Staff: Weinstein

Date: June 2, 2022

Submitted by: Larry Sealy

Input from Committee:

Purpose: Update NABC Location Guidelines

Item Type:

	Action Item
	Discussion Item
x	Motion

Item 222-BR01: Update NABC location guidelines

Moved that:

Codification Part 2 – Bridge Operations, Chapter VIII – North American Bridge Championships, Section 2 – Goals for a NABC be amended as follows:

2.3 Location Guidelines

2.3.1 A site for a NABC may be proposed only by ACBL management and approved by a majority vote of the Board of Directors.

~~2.3.2 Every effort will be made to rotate to the following cities every six years due to their popularity: Orlando, San Diego, San Francisco, Toronto, Washington, DC, Las Vegas and the state of Texas.~~

2.3.32 ACBL management and the Advisory Committee, if any, will consider cities that meet NABC criteria, while attempting to equally distribute sites in each zone (East, Central and West) of the continent every year.

Also moved that:

Appendix 8-A North American Bridge Championships be amended as follows:

D. Rotation and Frequency

~~Orlando, San Diego, San Francisco, Toronto, Washington D.C., Reno and Las Vegas (and cities in the state of Texas) are exceptional cities for bridge players and should be considered at least every six years. Other very desirable destinations for bridge players should be considered at least every nine years.~~

The geographic rotation of having an NABC in each zone (East, Central and West) of the continent each year is highly desirable and should be attempted. Over an extended period of time, there should be an equal distribution of NABCs in Eastern, Central and Western locations, including Canada.

Any deviation from the requirements should be clearly identified when site recommendations are presented.

Effective date: Immediately

Estimated cost/savings: NA

Carried 20-0-0

Date: June 12, 2022

Submitted by: Stu Goodgold and Margot Hennings

Input from Committee:

Purpose: Amend the Bylaws to replace the Chair of the Board with a Vice President

Item Type:

	Action Item
	Discussion Item
✗	Motion

Item 222-BY01: Change in governance structure of the Board of Directors

Moved that: The ACBL Bylaws, Article VI, Officers of the ACBL, Sections 6.1.2 and 6.2.2 and Article VII, Committees, Section 7.2.2.2 be amended as follows:

Under 6.1 – ACBL Officers

- 6.1.2 ~~Chair. The Chair of the Board of Directors shall be the immediate past President of the ACBL if that person is currently serving as a member of the Board of Directors. If the immediate past President of the ACBL is not currently serving as a member of the Board of Directors, the most recent past President currently serving as a member of the Board of Directors shall be the Chair of the Board of Directors. If no past President is currently serving as a member of the Board of Directors, the Board shall elect its Chair from among its members. The Chair of the Board of Directors shall serve until a successor takes office.~~

The Board of Directors shall elect from among its members a Vice-President of the ACBL to serve for the following calendar year or until a successor is elected. Only a member of the Board of Directors may serve as Vice-President.

Under 6.2 Duties of the ACBL Officers

- 6.2.2 ~~Chair. The Chair of the Board of Directors shall:~~ **Vice-President: The Vice-President of the Board of Directors shall:**

- 6.2.2.1 Perform the duties of the President during the absence, incapacity, or vacancy of the President.

~~6.2.2.2 Be an ex-officio member of all committees of the Board and committees of the corporation except the Audit Committee and the Appeals and Charges Committee when it meets as a disciplinary or appellate body.~~

6.2.2.32 Have such other duties as the Board of Directors or the President may assign.

Under 7.2 Executive Committee

7.2.2 The Executive Committee shall be composed of:

7.2.2.2 The ~~Chair~~ **Vice President** of the Board of Directors.

Effective date: Immediately after ratification by the Advisory Council

Estimated cost/savings: n/a

Carried 17-3-0

GOVERNANCE COMMITTEE

Hennings (C)

Belford, Goodgold, Overby, Shoemaker, Steinberg

Date: June 12, 2022

Submitted by: Cindy Shoemaker on behalf of the Communications Task Force

Input from Committee: Communications Task Force and Governance

Purpose: Remove Codification Part 1 - Governance and Policy, Chapter IV - Board Procedures, A. Administration, Section 4 - Communications and Appendix 4-A3.

Item Type:

	Action Item
	Discussion Item
X	Motion

Item 222-GV01: Communications removal from Codification

Move that:

Codification Part 1 - Governance and Policy, Chapter IV - Board Procedures, A. Administration, Section 4 - Communications and Appendix 4-A3 be removed.

~~Section 4 – Communications~~

~~4.1 Board/Management Communications~~

~~4.1.1 Communication between ACBL Board of Directors members and ACBL management and staff will be courteous, responsive, respectful, and polite at all times. Board members should not expect instant replies and should convey that message. Staff should let the Board member know when it will be convenient for them to furnish information. In all cases, the following procedures will be followed:~~

~~4.1.1.1 All ACBL Board members will have direct access to the Executive Director. Should any problems or complaints regarding work product or the conduct of any employee arise, they will be discussed only with the Executive Director. If necessary, they will be transmitted in writing to the Executive Director who will investigate, take whatever appropriate action he deems necessary, and inform the complainant of the action taken. Under no circumstances will a member of the Board personally chastise any employee for any reason.~~

~~4.1.1.2 Board members wishing to contact ACBL management or staff with all matters relevant to the committees of the Board of Directors may do so only through the committee chair. The committee chair, in appropriate cases, will arrange for direct contact~~

~~with the relevant member of staff that is assigned to that committee as staff liaison. Committee chairs may directly contact their staff liaison on all committee matters.~~

~~4.1.1.3 Board members desiring to communicate with staff on all business matters other than committee matters are encouraged to use email whenever practicable; provided, however, telephone calls are permitted. Telephone calls requesting significant amounts of information or requiring significant time of the employee being called must be cleared with the Executive Director.~~

~~4.2 The President or his designee will be the official responder to any correspondence addressed to the Board of Directors. Copies of the correspondence with the reply will be sent to all Board members.~~

~~4.3 Email~~

~~4.3.1 Routine correspondence and reports from ACBL management to the Board of Directors will be via email. Routine correspondence may be defined as, but not limited to, management reports, monthly suspension reports, monthly rank changes, and any other non-critical report.~~

~~4.3.2 Email sent to Board of Directors members, In-House Counsel and/or the Advisory Council chair will be considered confidential if marked as confidential by the sender.~~

~~4.4 Materials and Reports~~

~~4.4.1 The Board will maintain confidentiality of personnel matters.~~

~~4.4.2 ACBL management will provide copies of all pertinent materials to a member of the Board of Directors on any matters in which his Region is involved.~~

~~4.4.3 Documents created by committees are the property of ACBL. The Executive Director is responsible for determining the appropriate disposition with the exception of the disposition of documents created by the Executive Director Review Committee.~~

~~4.4.4 The following Board operations documents will be reviewed every two years. Some of them are found in the appendices to this chapter:~~

~~Orientation Manual for New Board Members~~

~~Board of Directors' Duties and Responsibilities (Appendix 4-A3)~~

~~Board Member Protocol (Appendix 4-A3)~~

~~Skills Assessment (Appendix 4-A3)~~

~~4.4.5 Information that is sent to the Board of Directors that is not of a business nature should also be sent to In-House Counsel and the Chair of the Advisory Council.
Codification Appendix 4-A3~~

~~Board of Directors' Duties and Responsibilities Description~~

It is the duty of an elected member of the Board of Directors to be informed about the American Contract Bridge League's (ACBL) mission and purpose and to exercise independent judgment. Regular attendance at meetings of the Board of Directors is required to remain informed. Members of the Board of Directors should take an active interest in the affairs of the ACBL, and they are encouraged to participate in a leadership role or as an active participant on permanent, standing or special committees of the Board of Directors.

~~As a membership organization, the ACBL has one 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. The individual Board of Director's job is to act as an official representative of their area — a District or Region through 2024 and a Region thereafter.~~

~~Responsibilities~~

~~Participation/Contribution in BOD and Committee Meetings~~

~~All Board members are expected to:~~

- ~~• Attend Board meetings and be an active participant.~~
- ~~• Be thoroughly familiar with the agenda and all prepared material prior to the Board meeting. This will ensure effective contribution 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 act as chair, co-chair, or committee member on those committees to which assigned. When scheduling meetings with Board members and staff, every effort will be made 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 the ACBL a better organization. Be prepared to make difficult decisions when necessary.~~
- ~~• Complete action items assigned by the President~~

~~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 ACBL management and fellow Board members. Committee chairs or the President are not expected to approve a motion unless it satisfies all of the above requirements. Accepting poorly worded or unsupported motions often results in Board members and ACBL 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.~~

~~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.~~

~~Board of Directors' Duties~~

~~Interaction with the Executive Director and ACBL 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 Executive Director or, when necessary, in executive session. Also bring any serious performance issues to the attention of the Chair of the Executive Director Review Committee, particularly if they involve the Executive Director or one of the managers reporting directly to the Executive Director.~~

~~Report problems with Tournament Directors' performance to the Executive Director.~~

~~Communication~~

~~It is necessary that Board members maintain active internet access.~~

~~Board members are representatives to their District (for the position of District Director through 2024) or Region (for the position of Regional Director from 2022 and beyond) and, in general, they should attend District board meetings of the Districts within their Region. They also communicate with Unit and District officials and report to their members.~~

~~Perform other duties as required.~~

~~At the Bridge Table~~

~~When playing bridge, behave in a manner that is beyond reproach. Strictly adhere to the Rev 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.~~

Effective date: January 1, 2023

Estimated cost/savings: N/A

Carried 20-0-0

GOVERNANCE COMMITTEE

Hennings (C)

Belford, Goodgold, Overby, Shoemaker, Steinberg

Date: June 12, 2022

Submitted by: Margot Hennings on behalf of the Governance Committee

Input from Committee:

Purpose: To update and provide consistent procedures for Board-elected/appointed positions

Item Type:

	Action Item
	Discussion Item
x	Motion

Item 222-GV02: Regulations regarding Board-elected/appointed positions

Moved that: What is currently contained in the Codification, Part 1—Governance and Policy, Chapter IV—Board Procedures, A. Administration, Section 3, Elections and in the Codification, Part 1—Governance and Policy, Chapter VII—International Bridge, B. WBF Representative and NABF Board Members be replaced with the following:

CHAPTER IV – BOARD PROCEDURES

A. ADMINISTRATION

Section 3 – Elections

The Board of Directors' election **and nominating** 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

- 3.1.1** An eligible ACBL member desiring to be a candidate for ACBL President, ACBL Treasurer, WBF Representative, NABF Representative, or other position elected by the ACBL Board of Directors may declare his own nomination by notifying the Director of Elections.

3.1.2 No declarations will be accepted within 24 hours of an election. Candidates are encouraged to declare their interest in an elected position to the Director of Elections via email at least ten business days in advance of said election.

3.1.3 ~~In addition,~~ If the election is for a position for which only Board members are eligible (e.g., President, Treasurer), a Board member may declare or nominate an eligible candidate from the floor at the time of the election. If someone wishes to be nominated from the floor, they must be present when the election is held.

3.1.4 If the election is for a position for which non-Board members are strongly encouraged to “apply” but for which Board members may also declare (e.g., appointees to the NABF board of directors), no nominations from the floor shall be accepted.

3.1.5 A person may only serve as ACBL President if he is also serving as a member of the Board of Directors.

3.2 Voting Procedures

3.2.1 All voting will be by secret ballot. **Vote totals will be announced at the end of each round of voting. The final election results, including vote totals, shall be recorded in the official Board Meeting Minutes. Only the names of those elected and not the vote totals will be published in the monthly Bulletin or in announcements on the ACBL website or other social media platforms.**

3.2.2 Single seat available.

3.2.2.1 One person nominated: No vote is necessary; the nominated person is elected.

3.2.2.2 Two people nominated: Voting continues until one of the two nominees gains a majority of members present.

3.2.2.3 Three or more people nominated: Voting will proceed as follows:

a. On the first ballot, each elector casts one vote. The nominee with the highest number of votes, if a majority, is elected.

b. If there is no nominee with a clear majority on the first ballot, the one nominee, if any, with the fewest number of votes is eliminated and another vote is taken. If there is no single nominee with the fewest number of votes, then no nominee is eliminated and another vote is

taken, provided that a nominee or nominees receiving no votes shall be automatically eliminated.

3.2.3 Two or more seats available.

3.2.3.1 Voters will vote for one position at a time. If the terms are different, the positions will be filled in order of term length, starting with the longest or longer.

3.2.3.2 The voting will proceed as follows:

- a. On the first ballot, each elector casts one vote. The candidate with the highest number of votes, if a majority, is elected.
- b. If there is no nominee with a clear majority on the first ballot, the one nominee, if any, with the fewest number of votes is eliminated and another vote is taken. If there is no single nominee with the fewest number of votes, then no nominee is eliminated and another vote is taken, provided that a nominee or nominees receiving no votes shall be automatically eliminated.

3.2.3.3 Once the first position is filled, the process is repeated for the second and any subsequent position.

3.3 Counting Ballots

In-House Counsel, if available, and a member or members of ACBL management designated by the ACBL President will count the ballots. ~~The vote count will be announced.~~

CHAPTER VII – INTERNATIONAL BRIDGE

B. ~~WBF Zone 2~~ NABF REPRESENTATIVE TO THE WBF EXECUTIVE COUNCIL AND NABF BOARD MEMBERS

Section 1 – Policy Regarding ~~WBF Zone 2~~ ACBL Appointees Representative to the WBF Executive Council and to the NABF Board Members

Current regulations of the NABF allow the ACBL to name two people to the NABF board of directors, and to nominate one or more people from whom the NABF will

select one person to serve as one of its representatives on the World Bridge Federation Executive Council.

1.1 To facilitate communication **between the organizations**, the ACBL nominee(s) to serve as a representative of ~~Zone 2~~ **the NABF** to the WBF Executive Council ~~and the ACBL appointees to the board of the NABF~~ must be members of the ACBL Board of Directors. **The ACBL appointees to the board of directors of the NABF may be selected from among the members of the ACBL Board of Directors or from any ACBL member in good standing.**

~~1.2 — Should a Zone 2 representative **to the WBF Executive Council** or an NABF appointee be unable to represent ACBL in her/his capacity or to attend WBF or NABF meetings, the ACBL Board will **may** designate a member of the ACBL Board as an alternate.~~

1.2 A report shall be periodically presented to the ACBL Board of Directors from the ACBL Zone 2 Representative to the WBF **Executive Council** and the ACBL appointees to the NABF Board. This report shall include but not be limited to the following information:

- a. Any actions by the WBF or the NABF regarding World or Zone 2 bridge that have transpired since the last meeting of the ACBL Board.
- a. The agenda or any actions expected to come before the WBF or the NABF prior to the next meeting of the ACBL Board.
- b. Financial information such as budgets, operating statements and balance sheets, including explanations of unusual expenses.
- c. The assignments that ACBL rep**resentatives** or appointees have in the WBF or the NABF, respectively.
- d. Any compensation, reimbursement or benefits from the WBF or the NABF to any ACBL Board of Directors member.

Section 2 – Election of the ~~Zone 2 Representatives~~ ACBL Appointees to the WBF Executive Council and to the NABF Board ~~Appointees~~

~~2.1 —~~ One or more persons shall be nominated by the ACBL Board of Directors for the one Zone 2 Representative to the WBF Executive Council position that has been allotted to the ACBL **by the NABF**. If one person is nominated, that person shall be deemed elected as the Zone 2 Representative. If more than one person is nominated, the ACBL Board may choose to present multiple nominees to the NABF Board and the NABF Board will elect the representative. The ACBL Board may limit the nominee(s) to be presented to the NABF Board **using the election procedures stipulated in Chapter IV—Board Procedures, A.**

Administration, Section 3 Elections. ~~through the following election Procedure's:-~~

- ~~a. Each member of the Board of Directors casts one vote. If one nominee is desired, the candidate receiving the highest number of votes is elected as the nominee.~~
- ~~b. If one nominee is desired, and three or more candidates appear on the initial ballot and two candidates are tied for the highest number of votes, the remaining candidates are eliminated, and another vote is taken. If only two candidates appear on the initial ballot and they receive the same number of votes, the Representative shall be chosen by coin flip.~~
- ~~c. If more than one nominee is desired, the number of nominees shall be specified in advance of the vote, and the candidates receiving the highest number of votes are elected as the nominees. If there are ties for the final position, the remaining candidates are eliminated, and another vote is taken.~~

~~2.2~~ Two NABF Board members, **one of which may be a non-Board member**, will be appointed by the ACBL Board of Directors using **the election procedures stipulated in Chapter IV—Board Procedures, A. Administration, Section 3 Elections.** ~~an election procedure. The election procedure is as follows:~~

- ~~a. Each member of the ACBL Board casts one vote. The two candidates receiving the highest number of votes shall be appointed to the NABF board.~~
- ~~b. If three or more candidates appear on the initial ballot and two or more candidates are tied for the highest or second highest number of votes, the remaining candidates are eliminated (or elected, if that candidate received the highest number of votes) and another vote is taken. If the candidates remain tied on the second ballot, the person shall be chosen by coin flip.~~

Effective date: July 14, 2022

Estimated cost/savings: N/A

Carried 20-0-0

GOVERNANCE COMMITTEE

Hennings (C)

Belford, Goodgold, Overby, Shoemaker, Steinberg

Date: June 12, 2022

Submitted by: Margot Hennings on behalf of Governance

Input from Committee: Bylaws

Purpose: To align with approved bylaws changes by removing the responsibilities of Chairman of the Board from the Codification and moving them as appropriate to the Vice-President

Item Type:

	Action Item
	Discussion Item
X	Motion

Item 222-GV03: Change in Board Governance Structure

Moved that: Reference to Chair and Chairman be removed from the following sections of the Codification and replaced with reference to Vice-President:

Part I - Governance and Policy, Chapter IV - Board Procedures

A. Administration

Section 5 - ACBL Board of Directors Behavioral Code

- 5.3 The Board Oversight Committee will consist of three members, the ~~Chair of the Board~~ **Vice-President** as the committee chair and the two most immediate past Board Presidents currently serving on the Board. If there are not any or a sufficient number of Past Presidents currently serving on the Board, then the Board member(s) with the longest tenure will serve. Should there be more than one member equally eligible to fill any vacancy, the decision shall be made by coin toss.

Part I - Governance and Policy, Chapter IV - Board Procedures

D. Committees

Section 1 - Committees of the Board

1.1 Executive Committee

1.1.2 Composition

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

Part 2 - Board Operations, Chapter IX – Regionals

A. Regional Tournament Scheduling and Sanctioning

Section 4 - Tournament Conflicts

- 4.3.5 The ACBL President or the ~~Chairman of the Board~~ **Vice-President** will appoint a person from the “conflict” zone to represent those interests.

Effective date: Only upon approval by the Advisory Council following the second reading of the ACBL Bylaws change regarding Board governance structure **(Item 222-BY01)**

Estimated cost/savings: N/A

Carried 20-0-0

GOVERNANCE COMMITTEE

Hennings (C)

Belford, Goodgold, Heller, Overby, Shoemaker, Steinberg

Original Motion

NA222-01: Revise proposed Unit formation, transfer and dissolution regulations

Moved that:

The Codification Part 1 – Governance and Policy, Chapter I – Membership, A. Membership, Section 3 – Residency

AND

The Codification Part 2 – Bridge Operations, Chapter III – Administration, A. Units, Section 4 – Unit Formation, Boundary Change and Dissolution

BE REVISED AS ATTACHED.

Effective date: July 14, 2022

Estimated cost/savings: N/A

Carried 20-0-0

Part 1 – Governance and Policy

CHAPTER I – MEMBERSHIP

A. MEMBERSHIP

Section 3 – Unit Membership

3.1 Members of the ACBL belong to the Unit in which they reside. Residency for the purpose of determining eligibility in GNT and NAP events is set forth in CHAPTER XI – SPECIAL EVENTS, A. RESIDENCY REQUIREMENTS, Section 1 – GNT and NAP. Residency for the purpose of membership rights and obligations shall be determined as set forth below.

3.2 Transferring an Individual Member to Another Unit.

3.2.1 If an individual member desires to belong to a Unit in which he/she does not reside, the member must specifically make this request in writing to the ACBL, stating the Unit of preference and the reasons for the request. Further, if the Unit is not in the same District where the member resides, ACBL will contact both Districts to approve the membership in the other District.

3.2.2 The following are some of the reasons why a member would be given permission to belong to a Unit outside their District of residence. To warrant consideration, a player should meet at least two of the six reasons listed:

a. Plays at least once a month in a face to-face club in that Unit.

b. Attends face to-face STaCs or Sectionals in that Unit at least twice a year.

c. Attends the annual Unit dinner and/or annual membership meeting.

d. Participates in Unit special events.

e. Serves on the Unit Board and/or Unit committees.

f. Serves on the District Board and/or District committees.

3.2.3 The membership approval granted by a District in which the member does not reside may be reviewed by that District from time to time to ensure the above criteria continue to justify non-residency membership.

3.2.4. Members who have multiple residences may choose to remain ~~a~~ permanent members of one of the Units in which they reside.

3.3 Transferring a Block of Members to Another Unit.

- 3.3.1 A majority of members within one or more postal code boundaries may request by petition (under the procedures set out in section 3.3.4 below) to transfer from one Unit to an adjacent Unit. The geographic area of the transfer shall include all members within those postal code boundaries. A transfer request may not isolate a geographic “island” of ACBL members from their Unit of affiliation. The Regional or District Director may assist in determining the correct procedures for creating the petition.
- 3.3.2 ACBL management will notify the parent Unit and the Unit of proposed affiliation for approval of the request. If both Unit Boards approve, ACBL management will take the necessary steps to make the changes. All members and the affected Unit Boards will be informed of the effective date of transfer. Should either of the Units disagree with the request, the matter will be referred to the ACBL Board of Directors for resolution as it deems proper.
- 3.3.3 If the ACBL Board of Directors has denied to grant a request under this section, no affected member may begin the circulation of another petition or request another special election for at least six (6) months.
- 3.3.4 The petition process for block transfers must include the following:
- 3.3.4.1 A request by email to start the petition process to implement the transfer of a block of members to another Unit must be made to ACBL management. The member requesting the action must be a member in good standing and will be designated as the official Point-of-Contact (POC) for all communications with ACBL.
- 3.3.4.2 ACBL will provide a petition template to the POC. It is the responsibility of the POC to solicit the required number of signatures within 60 days of the petition request.
- 3.3.4.3 For votes to count in an election or their names on a petition to be deemed valid, each member must a) be a member in good standing; and b) have an email address on file with the ACBL that has no failed delivery when an attempt is made to include them in determining action.

- 3.3.4.4 All ACBL members residing in the affected geographical area will be included as eligible signatories to the requested action.
- 3.3.4.5 Once the completed petition has been submitted by the POC, the members of the Units and the affected Unit Boards involved will be provided a copy of the petition by email.
- 3.3.4.6 Any member within the affected Unit(s) has 15 days from the date on which the petition is provided to the Unit members to protest to ACBL management. ACBL management will then verify the membership status of those protested individuals. All signatures not protested or deemed valid after verification will be considered valid.

Part 2 – Bridge Operations

CHAPTER III – ADMINISTRATION OF OPERATIONS

A. UNITS

Section 4 – Changes to a Unit Charter

- 4.1 **Changes to Unit Charters – Options.** The relationship between the ACBL and Units governed by a charter or Unit affiliation agreement as described in CHAPTER III – ADMINISTRATION OF OPERATIONS, A. UNITS, Section 1 – Unit Jurisdiction and Relationship to ACBL, may be changed in the following ways:
 - 4.1.1 *Voluntarily Dissolving a Unit.* A Unit may choose to end its charter or Unit affiliation agreement with the ACBL.
 - 4.1.2 *Creating a New Unit.* The ACBL may, upon the request of a majority of more members of one or more postal code boundaries within an existing Unit, create a new Unit.
 - 4.1.3 *Ending the Charter by the ACBL.* The ACBL may rescind a charter or Unit affiliation agreement with an existing Unit.
- 4.2 **Voluntarily Dissolving a Unit.**
 - 4.2.1 The current Unit President (or Chair, as the Unit bylaws may indicate) of record with the ACBL may request by email to ACBL management to start the process to end its affiliation with the ACBL. If the current Unit

President cannot be located or refuses to cooperate, a Unit official who represents that they serve the needs of the Unit may make the request. The Regional or District Director may assist in making the request.

- 4.2.2 ACBL management will investigate the request and determine: (1) whether the request represents the will of a majority of the Unit membership; and (2) if a majority of the Unit prefers to consolidate with an adjacent Unit. ACBL management may use a special election (under the procedures set out in section 4.5 below) or other methods of making these determinations.
- 4.2.3 If ACBL management determines that the request represents the will of a majority of the Unit membership and prefers to consolidate with an adjacent Unit, it shall determine if the adjacent Unit agrees to the consolidation. If the adjacent Unit agrees under terms set forth by the dissolving Unit, ACBL management shall take the necessary steps to consolidate the Units. If the adjacent Unit does not agree, the matter will be referred to the Board of Directors for additional actions as it deems proper.
- 4.2.4 The actual dissolution of the non-profit or unincorporated association will be determined by applicable **state** law.

4.3 Creating a New Unit.

- 4.3.1 A request by email to start the process of creating a new unit must be made to ACBL management. The member requesting the action must be a member in good standing and will be designated as the official Point-of-Contact (POC) for all communications with ACBL.
- 4.3.2 The specific geographical boundaries and zip codes of the proposed new Unit must be included in the request.
- 4.3.3 Such a geographical area may not isolate any “islands” of ACBL members from their Unit of affiliation.
- 4.3.4 There must be at least 100 current ACBL members in the geographical area of the proposed new Unit.
- 4.3.5 ACBL management will investigate the request and determine whether the request represents the will of a majority of the members in the geographical area of the proposed new Unit. ACBL management may use a special election (under the procedures set out in section 4.5 below) or other methods of making these determinations.
- 4.3.6 If ACBL management determines that the request represents the will of a majority of the members in the geographical area of the proposed new

Unit, it will attempt to mediate a solution between the existing Unit and the new proposed Unit to divide the assets of the existing Unit between of the new proposed Unit and the existing Unit. The final disposition of assets of the original Unit will be governed by applicable law.

4.3.7 If the existing Unit and the new proposed Unit agree to terms, ACBL management shall take the necessary steps to create the new Unit. If the existing Unit and the new proposed Unit do not agree, the matter will be referred to the ACBL Board of Directors for additional actions as it deems proper.

4.3.8 If the ACBL Board of Directors has denied a request to form a new Unit, no member in the geographical area of the previously proposed new Unit may request to create a new Unit for at least six (6) months.

4.4 Ending the Charter by the ACBL.

If ACBL management determines there is no effective governing body of a Unit, whether because of suspension, expulsion, revocation of charter or Unit affiliation agreement, resignation of the Unit Board, refusal to act, or for any other reason where the governing body is not in compliance with ACBL rules and regulations, it may request that the ACBL Board of Directors do one of the following:

4.4.1 Rescind the charter or Unit affiliation agreement and provide for a new charter or Unit affiliation agreement with a separate non-profit or unincorporated association or

4.4.2 Transfer all or some of the Unit members to one or more neighboring Units. The ACBL Board of Directors will review the request and take additional action as it deems proper.

4.5 Procedures for a Special Election or Petition.

If ACBL management or the ACBL Board of Directors determines that a special election is necessary, the following procedures shall be used:

4.5.1 All ACBL members residing in the affected geographical area will be included as an elector.

4.5.2 For votes to count in an election, each member must a) be a member in good standing; and b) have an email address on file with the ACBL that has no failed delivery when an attempt is made to include them in determining action.

4.5.3 Unit members will be notified via email by the ACBL of the need for a special election and of the start and end dates of said election. The voting

period is 14 days.

- 4.5.4 Once the election is completed, the members of the Units and the affected Unit Boards involved will receive the results by email.

FULL BOARD

Glasson (P), Heth (C)

Steinberg, Belford, Muñoz, Hennings, Heller, Overby, Sealy, Stephani, Carman, Liddy, Cuneo, Shoemaker, White, Rowe, Goodgold, Lodge, Moss, Aquino

Date: July 12, 2022

Submitted by: Joann Glasson, President

Input from Committee: Finance

Purpose: To provide for implementation and funding of a Pilot Membership Recruitment Development Program for Selected Teachers in cooperation with the ACBL Educational Foundation

Item Type:

	Action Item
	Discussion Item
x	Motion
x	Non-Agenda Item

NA222-02: Pilot Membership Recruitment Development Program for Teachers

Moved that:

The ACBL, in cooperation with the ACBL Educational Foundation, shall run a Pilot Program to develop new bridge players and members. ACBL shall also provide implementation support for this Pilot Program, as appropriate, to help ensure success.

The ACBL shall pay for generating new student leads and the associated costs of this Pilot Program not to exceed \$100,000 for the remainder of 2022.

The ACBL Educational Foundation shall assist in real-time monitoring of and analyzing the results of this Pilot Program. This assistance will be funded by the ACBL Educational Foundation.

Effective date: Upon approval of the ACBL Educational Foundation of their commitment to monitoring and analytical support of this Pilot

Estimated cost/savings: \$100,000

Discussion:

On July 12, 2022, Robert Todd, current President of the ACBL Educational Foundation, presented a new concept for *Member Analysis and Membership Recruitment Program Development* to the Board of Directors. At the conclusion of this presentation, there was considerable enthusiasm and excitement to move forward as soon as feasible with the creation of

a task force or other group to spearhead a member recruitment program to provide digital leads to a select group of teachers on a pilot basis to run beginning bridge classes with the intent of converting those students into members.

Approximately 75 teachers will be selected for participation in this Pilot Program based on their teaching competence, access to an in-person operating club in their area and prior experience suggesting probable success at converting their students into ACBL members.

This program can only be implemented with an initial infusion of dollars in support of it, together with careful monitoring and analysis of its effectiveness to determine whether it should be discontinued, continued, or expanded.

The Board will authorize, by its approval of this Motion, the sum of up to \$100,000.00 to fund it; the ACBL Educational Foundation will, upon approval of a request from ACBL to do so, provide monitoring/analysis support and reporting.

Carried 18-0-2