

Minutes of the Regular Meeting of the Board of Directors of District 21 via Zoom on June 12, 2024

By Ray Yuenger, D21 Secretary

1. **Call to Order.** President Anne Hollingsworth called the meeting to order at 6:33 PM.
2. **Roll Call.** Secretary Ray Yuenger called the roll. In attendance were the following directors (and alternates) from their Units: 465, Paul Pugsley; 473, Donna Neff, Jefri Donovan; 497, Mark Kornman; 498, Lauren Rosen; 499, Anne Hollingsworth, Jackie Zayac; 501, Don Garka; 502, Tom Pajak, 503, Dianne Giancarlo; 505, Jim Coke, Katherine Ewing; 506, Gail Gabiati, Tom Stilman; 507, Lynn Bartz, Ray Yuenger; 508, Melanie Haddad; 509, Jackie Ortiz; 512, Sigrid Price, Helen Bohl; 522, Anthony Toto; 524, James Craig; 529, Roger Smith; 530, Trulee Ricketts; 550, and Joanne Wicker.
3. **Minutes.** The minutes of the previous Board meeting on January 24, 2024 were approved as circulated.
4. **Officer and Committee Reports.** As **President**, Anne announced that the recent Sacramento regional was a success. As **Tournament Coordinator**, Anne encouraged Units to apply to schedule their sectionals, noting that March and April are popular months. Anne explained that the D21 website was recently changed so that the links to tournaments now simply redirect users to the ACBL's page for D21 tournaments.

Treasurer Lynn Bartz asked for questions about the Treasurer's report that was circulated to the Board in advance of the meeting. Lynn explained what costs are included under the "meals" heading. **Regional Director** Jackie Zayac explained that the National Board has been working on incorporating into the Code of Disciplinary Regulations a computerized cheating detection tool called EDGAR. She is also working on creating a social bridge division in the ACBL.

Tournament Chairs Anne Wilson and Brenda Hatton said the turnout for the Sacramento regional was up 125 to 150%. Partnership chairs Roger and Helen Bohl have retired, and John Stremel has volunteered to be in charge of partnership. The Tournament Chairs have acquired some new tournament supplies and will review the condition of the tables soon. The hotel food in Sacramento was good, but the hotel air-conditioning broke. Some hotel elevators malfunctioned. The housekeeping was deficient. Calvin Harper needed help loading the tournament supplies into his truck and both caddies were injured. The Board discussed how to remedy the situation and to induce players to return to the hotel.

Communications Chair Melanie Haddad invited suggestions about improving the D21 website to make it easier to use and update. She noted that the Diamond in the Ruff newsletter is well-read. **NAP Chair** Jim Coke said that the district finals at the Monterey Regional this year will be the same as last year. **99er NiteClub** liaison Ray Yuenger

reported that the online beginner game is still averaging 12 to 13 tables a night. He answered a question about what the club offers, explaining that there is currently a pool of six western Districts that have encouraged their players to play in this evening game. **Western Conference** representative Joanne Wicker reported that the May STAC was successful, with over 1,700 tables. The next STAC is in the third week of August. Whether it is a Royal STAC or a regular one is determined by the ACBL Board.

5. **New business.** As **Chair of the Bylaws Committee**, Ray Yuenger reported that the Committee had met to discuss possible improvements to the D21 Bylaws and realized that the first order of business is to clean up some discrepancies in D21's **Articles of Incorporation**. The most dramatic problem is that the Articles as filed in 1979 have limited D21 to having 30 directors, though our Bylaws allow up to two directors per Unit. The proposed amendments to the Articles were circulated to the Board a month before this meeting as required by our Bylaws. Ray explained that an amendment of the Articles, like an amendment of the Bylaws, requires a two-thirds supermajority vote. The four proposed amendments are: to correct a typographical error in Article Three, delete Article Four as redundant of Article Three, amend Article Five to provide that D21 can have between three (not 30 as Ray misstated orally) and fifty Directors, and amend Article Eight to provide that upon the dissolution of D21, any remaining assets will be distributed to a charitable organization that promotes bridge.

****MOTION PASSED** The Bylaws Committee's recommendation for the Board to approve filing a Certificate of Amendment of the Articles was approved by a show of hands by the requisite supermajority without any opposition or abstention.

President Anne presented a **policy for holding NonLife Master Regionals** recommended by the NonLife Master Regional ("NLMR") Committee. The written policy had been circulated to the Board in advance of the meeting. It identifies nine conditions under which D21 will authorize a Unit to hold a NLMR, usually in conjunction with a sectional.

Sigrig Price had four questions and three suggested amendments, mostly clarifying which officer or committee of D21 would be responsible for D21's performance of the conditions. Lynn Bartz and Ray explained the effect of language incorporating a reference to D21's existing sectional supply policy. There was a lot of discussion about D21 receiving 10% of the NLMR table fees in order to provide prizes to the stratification winners of the NLMR events. There was a concern that D21 might lose money providing prizes. Donna Neff said that her Unit is offering a NLRM without counting on prize awards. Ray said that the reason for D21 to proceed by way of adopting policies is that policies can be amended every Board meeting in light of gaining additional experience and knowledge, such as the true cost of prizes. Ray and Lauren Rosen each pointed out that it generates goodwill for D21 to award prizes at its regionals. Anne mentioned that prizes typically aren't expensive.

Ray was unable to display the amended policy incorporating Sigrid's changes, but he read the changes to the Board. Jim Coke was able to display Ray's written amendments to the Board. After 35 minutes of discussion, all of Sigrid's proposals were adopted.

****MOTION PASSED** By a show of hands, a majority of the Board approved of the amended policy with one abstention and no opposition.

Charity Chair Jeff Hack explained that this year the ACBL is soliciting recommendations from D21 regarding the disposition of \$10,000 in charitable donations to non-bridge-related qualified charitable organizations located in D21. The Charity Committee has already preliminarily identified four possible recipients but also is soliciting nominations of charities from all the Units in D21. Unit nominations must be sent to Jeff by August 1. From those nominations, the Committee will present its recommendations of up to five charities to the D21 Board at its next regular meeting in September.

Art Mirin of the **D21 Bylaws Committee** summarized several possible alternative Bylaws changes that would (a) reduce the size of the D21 Board and (b) comply with a California statute that appears to prohibit weighted voting. Art's written proposals were circulated to the Board in advance of the meeting in order to stimulate Board thinking about the best way to accomplish those goals. One proposal is to divide D21 into regions instead of Units for purposes of electing directors similar to how the national ACBL Board size was reduced by having regional directors instead of district directors. Art asked the Board to provide feedback on this topic to Ray, the Bylaws Chair. Jackie Zayac pointed out that the reduction of the national Board has increased the workload of existing directors. She encouraged D21 Board members to volunteer for committees at the District level.

Before adjournment, Anne announced that next Board meeting is scheduled for Wednesday, September 11, and the budget meeting is scheduled for November 20.