

**District 21
American Contract Bridge League
Board of Directors Emergency Meeting
March 3, 2021**

The meeting was called to order by President Tracey Clifford Bauer on Wednesday, March 3, 2021, at 7:02 P.M. via Zoom videoconference call.

ROLL CALL: The following Unit Representatives and Presidents were in attendance: Unit #465 Ed Gould, Cornelia Gould; Unit #473 Diane Todd, Jill Wallace; Unit #497 Mark Kornmann; Unit #498 Danna Sorenson, Bob Gleason; Unit #499 Jackie Zayac, Sam Earnhardt; Unit #500 Carla Francis; Unit #501 Art Mirin, Treasurer Jean Barry; Unit #502 Tom Pajak, Marcia Wasserman; Unit #503 Kip Kado, Max Schireson; Unit #505 Barbara Somervill; Unit #506 Thomas Stillman, Gail Gabiati; Unit #507 Lynn Bartz, Ray Yuenger; Unit #508 Melanie Haddad, President Tracey Clifford Bauer; Unit #509 Jackie Ortiz; Unit #510 Ken Hillman; Unit #512 Vice President Sigrid Price, Russell Quinnell; Unit #522 Laura DaCosta, Anthony Toto; Unit #524 Linda King; Unit #529 Libby Longstreth, Roger Smith; Unit #530 Susan Massei; Unit #550 Joanne Wicker. Also in attendance were Secretary Sandi Davis, Jim Leuker, Bruce Blakely, Paul's iPad, Conrad Larkin, ACBL Counsel Linda Dunn, Cris Barrere, Chris Pizarra, Kate Hill and Andy Wasserman.

1. **PRESIDENT'S WELCOME:** Tracey Clifford Bauer welcomed all participants to the meeting and will work toward D21 becoming a better organization. She introduced Linda Dunn, ACBL Counsel, and Lynn Bartz, Chair of the Financial Oversight Committee.
2. **GOVERNANCE SPECIALIST:** Linda Dunn spoke about three good governance procedures – insurance, role of the board and fiduciary responsibilities, and her interpretation of the District 21 By-Laws.
3. **FINANCIAL OVERSIGHT COMMITTEE:** Chair Lynn Bartz and committee member Andy Wasserman presented improvements that are being made to the financial checks and balances. One priority is establishing a budget. To that goal a manual is being created with a view to better procedures and policies.

THE MEETING WAS MOVED TO EXECUTIVE SESSION

4. **COMMITTEE AND CHAIR APPOINTMENTS:** Tracey announced committee chair appointments and asked for volunteers to serve on those committees:
 - a. **Governance:** Cornelia Gould will chair a committee to oversee development of a policies and procedures manual. Individual sub-committees are:
 - 1) Governance – Ray Yuenger, Chair
 - 2) Finance – Lynn Bartz, Chair
 - 3) Compensation – Art Mirin, Chair
 - 4) Communication – Melanie Haddad, Chair
 - 5) Tournaments – Jackie Zayac, Chair
5. **NEW BUSINESS:** Tracey discussed compensation costs during a year when we are receiving little or no income.

****MOVED:** Pause payments to individuals for work commencing on or after April 1st, 2021. Find the appropriate legal methodology to pay the three people with payments due in March, 2021
MOTION CARRIED.

NEW BUSINESS: Tracey asked that since there is currently no budget set by the Board that a temporary budget of \$5,000 be approved to allow for potential infrastructure needs

****MOVED:** Approve temporary budget of up to \$5,000 for potential infrastructure needs, pending approval of annual budget by the Board, and any individual expenditure of \$500 or more to be approved by the finance committee.
MOTION CARRIED.

NEW BUSINESS: Tracey addressed the issue of transparency in the accounting system.

****MOVED** Chair of Finance Committee be given admin access to QuickBooks Online to ensure administrative backup; and Finance Committee be authorized to restructure the chart of accounts, number the chart of accounts, and reclassify historical transactions in order to comply with nonprofit accounting reporting standards, which will produce financial statements and reports that are meaningful and useful to the board and its committees.
MOTION CARRIED.

NEW BUSINESS: Tracey requested that three elected officers be signatories on all bank accounts.

****MOVED:** Establish three (3) Signatories on all bank accounts (signatories to have online access to accounts): Treasurer, President and Vice-President. Two (2) signatories shall be required for approval of payments above \$500.
MOTION CARRIED.

5. Sandi announced that she will be retiring effective March 31, 2021, due to health concerns and will miss everyone. She noted it has been a joy working with all of you.
6. **ADJOURNMENT:** The meeting was adjourned at 9:38 P.M. The next meeting of the Board of Directors of District 21 will be held on Saturday, May 1, 2021 at 10:00 A.M. on Zoom.

Respectfully submitted,

Sandi Davis, Secretary
District 21