

Board of Governors Motion Issue Sheet – 192- Las Vegas

Subject Matter	Amend ACBL ByLaws: Make communication with District Members about the Board of Governors Meetings a Duty of the Board of Governors
Statement of Issue	<p>The communication purposes of the Board of governors are not matched by a statement of duty. There is no communication duty assigned to the Board of Directors in the ByLaws.</p> <p>9.1 Purposes. The purposes of the Board of Governors are:</p> <p>9.1.1 To serve as a liaison between the membership and the Board of Directors.</p> <p>9.1.2 To act as a forum for the expression of membership opinion.</p> <p>9.1.3 To act as a forum to identify issues and concerns in regard to bridge and ACBL management matters.</p> <p>9.1.4 To improve communication and coordination among the various Districts, Units, and the Board of Directors.</p> <p>9.1.5 To ratify decisions of the Board of Directors as specified elsewhere in these Bylaws.</p>
Motion	<p>Modify Article IX Section 9.2 of the ACBL ByLaws as follows:</p> <p>9.2 Duties. In furtherance of these purposes, the duties of the Board of Governors are:</p> <p>9.2.1 To review the resolutions voted on by the Board of Directors.</p> <p>9.2.2 To forward selected resolutions decided by the Board of Directors back to that body for reconsideration.</p> <p>9.2.3 To propose new or revised resolutions for consideration by the Board of Directors and receive reports from the Board of Directors on the status of such resolutions.</p> <p>9.2.4 To initiate or ratify amendments to these Bylaws as specified in Article X.</p> <p>9.2.5 To ratify proposed changes in the districting of the ACBL.</p> <p>9.2.6 To recognize new ACBL Life Masters.</p> <p>9.2.7 To gather input from District members on issues and priorities facing the District and the ACBL, and report findings from Board of Governor’s meetings to District members.</p> <p>9.2.7 9.2.8. To perform other duties as may be specified elsewhere in these Bylaws or as may be assigned by the Board of Directors.</p> <p>(See Appendix for entire Article IX text)</p>
E Material impacts	<p>This addition fills a gap between the stated purpose and the enumerated duties of the Board of Governors in the ACBL ByLaws. No additional costs or expectations are created. By adding the communication duty, we expect better member awareness and improved representation on issues and priorities facing key stakeholders.</p>
Reasons why the Board of Governors should adopt the motion	<p>The communication purposes of 9.1.1, 9.1.2, 9.1.3, and 9.1.4 cannot be effective if BoG representatives are not informing their District members of what they learn and engaging members on key issues and priorities for their District and the ACBL as a whole. As the responsible listening body our purpose is to report what we learn and to gather feedback from our constituents whom we represent in Board of Governors meetings.</p>
Risk if the motion is not approved	<p>Board of Governors members will not fulfill their purpose for communication with their district members. Communication will not improve.</p>

Appendix

ARTICLE IX BOARD OF GOVERNORS

9.1 Purposes. The purposes of the Board of Governors are:

- 9.1.1 To serve as a liaison between the membership and the Board of Directors.
- 9.1.2 To act as a forum for the expression of membership opinion.
- 9.1.3 To act as a forum to identify issues and concerns in regard to bridge and ACBL management matters.
- 9.1.4 To improve communication and coordination among the various Districts, Units, and the Board of Directors.
- 9.1.5 To ratify decisions of the Board of Directors as specified elsewhere in these Bylaws.

9.2 Duties. In furtherance of these purposes, the duties of the Board of Governors are:

- 9.2.1 To review the resolutions voted on by the Board of Directors.
- 9.2.2 To forward selected resolutions decided by the Board of Directors back to that body for reconsideration.
- 9.2.3 To propose new or revised resolutions for consideration by the Board of Directors and receive reports from the Board of Directors on the status of such resolutions.
- 9.2.4 To initiate or ratify amendments to these Bylaws as specified in Article X.
- 9.2.5 To ratify proposed changes in the districting of the ACBL.
- 9.2.6 To recognize new ACBL Life Masters.
- 9.2.7 To perform other duties as may be specified elsewhere in these Bylaws or as may be assigned by the Board of Directors.

9.3 Categories of Membership. The following are members of the Board of Governors:

- 9.3.1 Three (3) Representatives from each District who shall be elected pursuant to Article VIII of these Bylaws. The Representatives shall have a term of office of three (3) years. The term shall commence one (1) year after the start of the term of office of the First and Second Alternate Directors of their District.
- 9.3.2 First Alternate Director and Second Alternate Director of each District who shall be elected pursuant to Article VIII of these Bylaws.
- 9.3.3 All past presidents of the ACBL and all chairs, past and current, of the Board of Governors who are not concurrently serving on the Board of Directors. These members shall be referred to as Members-at-Large.

9.4 Voting Privileges. Each Board of Governors member shall have one vote except that no person shall be a voting member of the Board of Governors while serving as a voting member of the Board of Directors.

9.5 Qualifications. Each nominee for election to the Board of Governors:

- 9.5.1 Shall be a member of a Unit within the District he represents and must remain a member during his term. If his membership is transferred to a Unit not within the District he represents, he will be deemed to have resigned and his position will be filled according to the provisions of these Bylaws.
- 9.5.2 Shall be a member in good standing of the ACBL.

9.6 Attendance at Meetings.

- 9.6.1 Any Representative who does not attend at least one (1) regular meeting in any calendar year, either in person or by personally appointed proxy, shall be automatically deemed to have vacated the position of Representative. This provision does not apply to First Alternate Director, Second Alternate Director, or Member-at-Large.

9.6.2 Any First Alternate Director or Second Alternate Director who does not attend at least one (1) regular meeting in any calendar year, either in person or by personally appointed proxy, shall lose his voting privileges until such privileges are reinstated by the Board of Governors.

9.6.3 Vacancies on the Board of Governors shall exist (a) on the death or resignation of any Representative, First Alternate Director or Second Alternate Director, (b) automatically upon the loss of the status of "ACBL Member in Good Standing" by any Representative, First Alternate Director, Second Alternate Director, or Member-at-Large, or (c) on the failure by a Representative, First Alternate Director or Second Alternate Director to maintain Unit membership as required above.

9.6.4 A vacancy in the position of Representative shall be filled by the appropriate District organization in accordance with its rules and regulations within sixty (60) days of the occurrence of the vacancy. Should the vacancy not be filled within the required time frame, the Chair of the Board of Governors shall appoint a member of that District to fill the position for the unexpired remainder of the term until the District organization fills the position or until the end of the unexpired term, whichever comes first.

9.6.5 A vacancy in the position of First Alternate Director or Second Alternate Director shall be filled as specified in Article V of these Bylaws.

9.7 Officer Elections.

9.7.1 At its Fall meeting in even-numbered years, the Board of Governors shall elect one of its members to the position of Chair and one of its members to the position of Vice-Chair, both of whom shall serve a term of two (2) years. The Chair may serve a maximum of two (2) consecutive two-year terms. Any term greater than one (1) year shall be deemed to be a two-year term for the purposes of eligibility for re-election. The term of office shall begin on January 1 of the year following the election.

9.7.2 A vacancy in the office of Chair shall be filled by the Vice-Chair for the unexpired remainder of the term. A new Vice-Chair shall be elected at the next regular meeting of the Board of Governors for the unexpired remainder of his term. If a vacancy occurs in any office other than Chair, it shall be filled for the remainder of the term by the Board of Governors at its next regular meeting, provided that 30 days' notice of the election is sent to each member.

9.7.3 The Chair shall attend all regular and special meetings of the ACBL Board of Directors with voice but without vote and with the same compensation and reimbursement of expenses as a Director. In the absence of the Chair, the Vice-Chair shall act on the Chair's behalf in representing the Board of Governors and shall be entitled to the same rights and privileges as the Chair.

9.8 Meetings.

9.8.1 The Board of Governors shall hold regular meetings in conjunction with the North American Bridge Championships. Notice of regular meetings shall be given by ACBL headquarters to members of the Board of Governors at least thirty (30) days prior to the meeting.

9.8.2 A quorum at a meeting of the Board of Governors shall consist of forty (40) voting members of the Board of Governors representing a majority of ACBL Districts either in person or by proxy delegate.

9.8.3 Proxy delegate voting shall be allowed subject to the limitation that no member of the Board of Directors may act as proxy at any Board of Governors meeting. A Representative, First Alternate Director or Second Alternate Director may appoint any other ACBL member in good standing from his District other than another voting member of the Board of Governors to serve as his proxy at any meeting. A Member-at-Large may appoint any other ACBL member in good standing other than another voting member of the Board of Governors to serve as his proxy at any meeting. A person shall be allowed only one vote whether by right or as a proxy delegate. Absentee ballots are not permitted.