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Date: October 25, 2019

Committee: Governance

Item 193-xx - ACBL Board Reorganization

Purpose: To reduce the size of the ACBL Board of Directors to become a more effective and efficient body.

Moved that: The following plan, “ACBL Board of Directors Reorganization Plan - San Francisco 2019,” be adopted.

ACBL Board of Directors Reorganization Plan - San Francisco 2019

1. The 25 existing districts will continue to exist.
2. Thirteen (13) Regions will be created by combining adjoining Districts as follows:

<u>Region</u>	<u>District</u>	<u>District</u>	<u>District</u>	<u>#Mem</u>	<u>#Mem</u>	<u>#Mem</u>	<u>Total</u>
1	1	2		5,500	7,900		13,400
2	24	25		5,200	7,900		13,100
3	3	4		6,100	6,200		12,300
4	5	6		3,100	7,000		10,100
5	12	13		4,000	4,700		8,700
6	7			13,600			13,600
7	8	10	11	2,700	6,400	4300	13,400
8	9			19,500			19,500
9	15	16		3,000	9,200		12,200
10	14	17		3,900	9,000		12,900
11	22	23		6,600	3,200		9,800
12	20	21		3,700	8,300		12,000
13	18	19		4,000	6,700		10,700

3. The transition to 13 members will begin during the election cycle in the 3rd Quarter of 2020. At that time, the following seven regions will have elections for the office of Regional Representative (RR), the three-year terms of which will run from 2021 through 2023: 1, 3, 7, 9, 10, 11, 12.
4. Elections for the following five Regions will take place in 2021: 2, 4, 5, 6, 13.
5. Elections for Region 8 will take place in 2022.
6. Elections will be open to any ACBL member in good standing over the age of 18.
7. All the unit boards within a Region will vote to determine the RR. Unit votes will be weighted based on the number of members in each unit and the number of board members on each unit board in the same manner as current elections for District Directors (DD).
8. The term for the RR position is three years. RRs will be subject to the same term limits as existing DDs.
9. If a DD either runs for the position of RR and is unsuccessful or elects not to run, said DD will be entitled to serve out the remainder of his/her present term plus, at their option, another three years.

Example: District X and District Y are combined to form Region Z. The District Director X's term expires in 2020 and District Director Y's term expires in 2022. An election will be held in the 3rd Quarter of 2020 to choose a Regional Representative for Region Z. District Director X and District Director Y are both eligible to run. If either District Director X or District Director Y runs and loses or chooses not to run, he/she will serve the remainder of his/her term plus have the option of serving an additional three-year term. If either District Director X or District Director Y runs and wins, he/she will serve a three-year term as Regional Representative for Region Z.

10. If a party not currently a DD wins the election for RR, existing DDs will still have the option of remaining on the board for the balance of their terms plus an additional three years.
11. If a RR is unable to complete his/her term of office, the District President from the District in which the RR resides or resided, shall appoint an interim RR. Said Interim RR shall serve until the end of the year in which a special election can be held to elect a new permanent RR.
12. If a RR is unable to attend a meeting, no substitutes or proxies will be permitted.
13. The positions of 1st and 2nd Alternate District Director will cease to exist as of 1/1/2021.
14. The office of District Director to the ACBL Board shall continue to exist only as long as the 25 District Directors in that position on 12/31/2020 continue to serve on the board.
15. Any DD opting to remain on the BOD after either losing an election for RR or opting not to run in said election, shall be entitled to full voting rights and privileges during the balance of their current term and an additional three-year term.
16. A Transition Task Force will be created under the direction of the Governance Committee to work with Management to transfer non-core responsibilities from the Board of Directors. Non-core functions and decisions shall be transferred by 12/31/2021.

History:

A minimum of four separate attempts have been made to reorganize the governance of the ACBL since 2000, including the “Committee of Nine” in 2016. Joint Task Forces which included members of the BOD and the BOG have offered a number of possible solutions. The most recent of these was the the “Executive/Senate” plan which reduced the BOD to 9 representatives and the BOG to 50.

Another approach was presented in Las Vegas, which proposed to increase the number of BOD members on the Executive Committee to nine and give that committee greater responsibility.

At the BOG meeting in Las Vegas, the BOG passed a resolution requiring President Russ Jones to appoint a Task Force to prepare a report for San Francisco suggesting how the BOD could be downsized. This motion is a result of the work of that Task Force.

Discussion:

The Task Force considered many possible scenarios in an effort to reduce the size of the ACBL board to a more manageable number. We felt it was not in the best interests of the organization to make a drastic reduction in the size of the ACBL board. Our current Board has a wealth of knowledge and experience that should be honored, so we have made the reduction in size of the ACBL Board gradually over the next few years.

The plan will change the size of the current board from 25 to 13 members by combining Districts in a geographically logical way into Regions with more equal numbers of members than is currently the case with the disparate sizes of our 25 Districts. This merging will be done without any effect on the individual Districts. Treasuries, NAP, GNT, and other District functions will remain intact. If a District wishes to keep the position of District Director as a non-voting liaison to the Regional Board, it can make that decision.

The election process will remain the same with units voting for eligible candidates who declare their interest to serve.

The bylaws state that all Directors must complete their existing terms, and we have also added an additional three-year term to any sitting Director who chooses to serve, whether they choose to run for the Regional Representative or not. This additional term will allow current board members to continue their work and help in the transition to the smaller Regional Board.

The reasons for a smaller board are many and known to all. A smaller board that is more focused on the core responsibilities of a Board of Directors will better serve the organization going forward.

[Final MAP](#)

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