

THE VILLAGES DUPLICATE BRIDGE CLUB

SPECIAL MEETING FOR BYLAW REVIEW

MARCH 7, 2021

Those present are: Bob Matthews, Paul Matheson, Carol Ketterer, Diane Ruggiero, Charlie Showalter, Dave Hudson, Nancy Turner, Nancy Brickley, Nancy Jaffe, and Alex Booke (Club Manager)

This meeting is held to obtain a preliminary report from the committee set up to review the current bylaws of the VDBC. This committee includes Diane Ruggiero, Nancy Brickley and Charlie Showalter.

The committee brings several suggestions for discussion to the Board.

1. Purpose- The committee proposes amending this section to reflect the section in the Articles of Incorporation. There was extensive discussion about the section pertaining to contributions to charities (both the ACBL Charity Foundation and local charities). Since the amount of contributions made in the last few years (excluding 2020 d/t Covid) was approximately \$20,000 this is a large concern to both the board and the general members of the club. The committee will take all discussion, and with the possible input of a legal consultant regarding tax issues, will return with a new proposal.
2. III- Membership- Discussion on who meets the qualifications to be a member (for voting and running for the BOD positions). Committee to work on wording of "membership" : those with a resident/guest pass for how long and having played in how many games in the year leading up to the election.
3. V- Board of Directors- Section A- Composition- Discussion about Club Manager being a member of the board. Since he/she is not an elected position, it was decided that the position is not a board member. Section D- Those serving on the BOD are not reimbursed but this excludes all instructors, game directors from serving on the board. If this is changed, we would need to be very cautious of the Conflict of Interest potential. Also- section F- Possible policy for ratification of an "email policy decision" and entry into minutes once a decision unanimously reached.
4. VII- Elections- (#2) - There needs to be clarification of membership- property owner, year round residence, renters, and seasonal residents. Limiting membership limits members available to run for office, and serve on the board. We are leaving good, interested members out by limiting the field. Possible consideration could be given to

having up to 1/3 of the board only be seasonal. That could lead to split ballots but would be more equitable.

5. VIII- Appeals Committee should be moved to Head Director Policy to reflect what is actually occurring.
6. IX- Conduct and Ethics- Third paragraph regarding Game Director decisions should be moved to Head Director Policy

Charlie Showalter will withdraw from this committee leaving Diane and Nancy to continue addressing updates.

The meeting was adjourned

Submitted to all members by Nancy Jaffe