

**Annual General Meeting of the Board of Directors and Unit Representatives  
District 2, ACBL  
April 12, 2025  
9:30 a.m.**

Minutes of the Annual General Meeting District No. 2 of the American Contract Bridge League held on the Zoom application at 9:30 a.m. on April 12, 2025.

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Roll call of attendants:

UNIT	DIRECTOR	REPRESENTATIVE
166 Ontario	Andy Risman	Elizabeth Williams Denise Donovan Darlene Scott
181 Manitoba	Shirley Galler	
198 Bermuda	Peter Donnellan	
212 Sault Int		
228 Northwestern	Shirley Bent	
238 Northeastern		
246 Trent Valley	Linda Lord	
249 Southwestern	Jennifer Verdam	
255 Niagara	Muriel Tremblay	Wybren Hoogland

Also present:

Edmund Fok, Graham Warren, Gary Westfall

Chairman: "A quorum of Directors and Representatives being present, the meeting is regularly constituted."

1. Approve minutes of:

a) Agenda A/B held March 23, 2024.

Moved by Muriel Tremblay and seconded by Darlene Scott

**that we approve the minutes of the Agenda A/B held March 23, 2024 - CARRIED**

b) Annual General Meeting of the Board of Directors held March 23, 2024

Moved by Shirley Bent and seconded by Andy Risman

**that the minutes of the Annual General Meeting of the Board of Directors be approved – CARRIED**

c) Special meeting held April 10, 2024.

Moved by Muriel Tremblay and seconded by Andy Risman

***that the minutes of the special meeting held April 10, 2024 to approve the sponsorship by the District of a hospitality session at the July 2024 Toronto NABC - CARRIED***

d) Special meeting held September 4, 2024

Moved by Muriel Tremblay and seconded by Andy Risman

***that we approve the minutes of the special meeting held September 4, 2024 to approve and certify the revised Bylaws - CARRIED***

d) Special meeting held December 19, 2024

Moved by Shirley Galler and seconded by Andy Risman

***that we approve the minutes of the special meeting held December 19, 2024 to discuss and approve the GNT schedule with one amendment – that the phrase, “\$600/person” be changed to \$600 - CARRIED***

## 2. Business arising from the minutes

a) Bylaw 13.9 should be revised to reflect a compilation engagement rather than a financial review

Moved by Andy Risman and seconded by Linda Lord

***that we approve the amendment to Bylaw 13.9 - CARRIED***

## 3. President’s Report

Included as Appendix A

Darlene Scott has access to the account and will provide the access codes to Jennifer Verdam, and Jennifer should purchase the amount that is required. We currently have 28,110 credits.

## 4. Treasurer’s Report: S. Galler

a) Review of 2024 financial report and motion to approve the report.

Moved by Shirley Galler and seconded by Shirley Bent

***that we approve the report as presented – CARRIED***

b) Investment of funds

Shirley cannot do this from Winnipeg. Linda suggests that we issue a letter of instruction signed by the Signing Officers to Andy Risman who can then purchase a liquid GIC from Oaken. Shirley will get the current signing officers and contact Wiebe and Jennifer.

Moved by Muriel Tremblay and seconded by Shirley Galler

***that we invest \$20,000 in a liquid GIC – CARRIED***

c.) Compilation Engagement report

The report was presented and Gary Westfall was available to answer any questions.

Moved by Linda Lord and seconded by Andy Risman

***That we approve the Financial Statements for 2024 - CARRIED***

5. Honorariums/Renumeration

Treasurer	\$500.00
Secretary	\$1200.00
NAOP Coordinator	\$500.
GNT Coordinator	\$500.
Webmaster	\$250.

Moved by Muriel Tremblay and seconded by Denise Donovan  
***that we increase the webmaster honorarium to 750 - CARRIED***

Tournament Coordinator \$250.

Moved by Shirley Galler moved and seconded by Darlene Scott  
***that the Tournament coordinator honorarium be increased to \$500 - CARRIED***

Financial Reviewer (accountant) \$500

6. Budget

- a) Review 2024 Budget
- b) Extension of novice reimbursement  
Moved by Muriel Tremblay and seconded by Shirley Galler  
***that we approve the extension to 2025 and review the use of our novice reimbursement annually - CARRIED***
- c) Approve 2025 Budget (see Appendix H)  
Regional Table counts were added to the budget  
Honorariums were revised  
Moved by Shirley Galler and seconded by Darlene Scott  
***that the budget be approved as amended - CARRIED***

7. North American Open Pairs, Flight A & B & C

- a) 2023-24 Report – attendance was low and it was played online. We broke even.
- b) 2024-25 Coordinator – Edmund Fok
- c) Date of District final  
The sanction will need to be obtained for 2025 and Edmund proposes that we hold it on October 26, 2025. It will be held online.

Moved by Shirley Galler and seconded by Linda Lord  
***that we hold the NAOP games on October 26, 2025 on BBO - CARRIED***

8. Grand National Teams

- a) 2023-24 Report
- b) 2024-25 Coordinator – Edmund Fok
- c) Date of District final to be held in June 14-15 at MO Bridge

9. Review 2024 Regional Tournaments Reports

Toronto Unit 166 – Loss of (4,181.26) - Tournament directors are an exorbitant expense

Sudbury Unit 238 – no report submitted

Winnipeg Unit 181 – there is no report. However, it was a success and they are looking to have another one in September 2026

Oakville Unit 166 – loss of (7,890.13)

Toronto I/N Unit 166 – loss of (5,767)

One of the high expenses for Regional tournaments is the cost of Associate National Directors, and, in particular, the cost of Sol Weinstein. Darlene has complained to the ACBL but we have had no relief. We can streamline regionals to a degree by reducing the number of simultaneous events.

Wiebe will send a letter to Bronia and explain the issues with holding tournaments and ask for some consideration with regard to tournament directors.

#### 10. Review 2025 Regional Tournaments Budgets

Toronto Unit 166 – expected to lose (10,405)

Waterloo Unit 249 – expected to lose (2,628)

Barrie Unit 246 – not submitted by is hoping to make a few thousand

St. Catharines Unit 255 – expecting to make 7,500

#### 11. Tournament Scheduling

##### a) Tournament Coordinator Report

Table count at tournaments has not recovered to pre-covid levels but that is a reflection of ACBL membership

##### b) Approve Regionals for 2031: 246, 249, and 255

Moved by Shirley Bent and seconded by Denise Donovan

***That the Regionals for 2031 in Units 246, 249, and 255 be approved - CARRIED***

There was discussion about how each unit handles local tournaments.

#### 12. Reports

##### a) ACBL Region Director's Report – Darlene Scott

##### b) Educational Coordinator Report – Brian Jones – no report

##### c) Webmaster Report – Dena Jones – reviewed. Dena has done a wonderful job on the website.

#### 13. New Business

##### a) Review/approval updated information and policy manual (codification). – moved to special meeting April 28 at 7:00 pm

b) The president shall send congratulatory letters to winners of the Mini Mckenney and Ace of Club. (April 15, 2017) - **Remove**

c) The Executive/Planning Committee has the power to deal with issues during the year (March 30, 2013)

d) Playing site for Regional tournaments can be held outside the organizing Unit borders – omit – requires notification to the Unit where the Regional is held. We will investigate and clarify this requirement before making changes to the policies

e) Copy of Tournament and Club Report forms be sent to all Unit secretaries with a letter requesting them to provide a copy to all clubs in their respective Units (March 30, 2002)

f) Recorder cannot charge offenders. A Charging Party is to be appointed and the Recorder is to make recommendations to the Charging Party (March 26, 2005)

- g) Zero Tolerance policy approved (April 11, 2009)
  - h) Regional tournaments are approved for a window of 6 years ahead (April 19, 2019)
  - i) New units that join D2 must wait six (6) years before being awarded a regional (April 19, 2019)
  - j) Conditions of contest for District-wide events be published in the Kibitzer (March 30, 2002)
  - k) Kibitzer distribution to all Units with proportional cost (April 7, 2007)
  - l) Webmaster submits yearly report at AGM
  - m) Board members sent a bio to the webmaster (March 30, 2013)
  - n) Information to be posted on the website to be sent to the Executive Committee for approval and then to be submitted by the President to the Webmaster (March 31, 2018)
  - o) A committee is established to promote bridge and education and to bring people to tournaments (April 15, 2017). Members to be appointed yearly
  - p) Format of subsidy for GNT qualifying teams to be set each year (April 7, 2012)
  - q) First three teams in GNT receive a subsidy (April 15, 2017)
  - r) No Unit finals required (April 10, 2004)
  - s) Format of subsidy for NAP qualifying pairs to be set each year (April 7, 2012)
  - t) Flight A third place with two (2) playing sites with one site at least twice the number of tables will come from the site with that has more tables (March 31, 2018)
  - u) Third place pair for flight A with play at two sites will be from site where tables are at least twice the number of tables at the other site (March 31, 2018)
  - v) The top three pairs in Flight A and B will be determined by score (March 31, 2018)
  - w) Novice Support Program extended to 2021 (April 19, 2019)
  - x) Support cost of Novice Support Program by holding an additional STAC or a Special game at the Regional tournaments (April 19, 2019)
  - y) Units and clubs are encouraged to approve similar policies for their sectional tournaments (April 10, 2004)
  - z) District levy is \$3.00 per table (March 22, 2008)
  - aa) The levy has been reduced to \$2.00 per table (March 23, 2024)
  - bb) Number of boards to be played in Swiss teams to be either 8 rounds of 7; 7 rounds of 8 or 6 rounds of 9. (April 7, 2007)
  - cc) 30 point Victory scale for all Swiss team events (April 7, 2007)
  - dd) District policy regarding the number of boards in play at a tournament be rescinded (March 30, 2013)
- ee) Motion to rescind all previously accepted motions not included in the April 2025 codification

#### 14. Election of Officers 2025-26

Moved by Andy Risman and seconded by Shirley Galler

***That Wybren Hoogland continue as President – CARRIED***

Moved by Shirley Galler and seconded by Andy Risman

***That Muriel Tremblay continue as Vice-President – CARRIED***

Moved by Denise Donovan and seconded by Darlene Scott

***That Shirley Galler continue as Treasurer – CARRIED***

Moved by Shirley Galler and seconded by Darlene Scott

***That Jennifer Verdam continue as Administrator – CARRIED***

15. Appointment of: Educational Liaison – we plan to ask Doug Jordan  
Recorder Jim Green  
Tournament Coordinator Graham Warren  
Legal Counsel Jordan Cohen  
Financial Reviewer Gary Westfall  
Webmaster Dena Jones

15. Other Business

16. Date of next meeting:  
March 28, 2026 (Virtual)

17. Terminate Meeting  
Moved by Linda Lord  
***that the meeting be adjourned***

**Appendices:**

- A. President's Report
- B. Minutes of Agenda A/B, held March 23, 2024
- C. Minutes of the Annual General Meeting of the Board of Directors held March 23, 2024
- D. Minutes of the special meeting held April 10, 2024
- E. Minutes of the special meeting held September 4, 2024
- F. Minutes of the special meeting held December 19, 2024
- G. Treasurer report (financial review)
- H. Budget
- I. Regional tournaments final report (5)
- J. Regional tournaments budget (4)
- K. Tournament Coordinator Report
- L. GNT/NAP Coordinator report
- M. Webmaster report
- N. Regional Director report
- O. Information and Policy Manual (Codification)

**DISTRICT 2 OF THE A.C.B.L.**

**FINANCIAL STATEMENTS**

**DECEMBER 31, 2024**

**GARY J WESTFALL  
CHARTERED PROFESSIONAL ACCOUNTANT  
38 MALLARD CRESCENT  
BRAMALEA, ONTARIO  
L6S 2T6**

**COMPILATION ENGAGEMENT REPORT**

**To the Members  
District 2 of the A.C.B.L.**

On the basis of information provided by management, I have compiled the Statement of Financial Position of District 2 of the A.C.B.L. as at December 31, 2024, and the Statements of Revenue and Expenses and Net Assets and Cash Flows for the year then ended, and Note 1, which describes the basis of accounting applied in the preparation of the compiled financial information.

Management is responsible for the accompanying financial information, including the accuracy and completeness of the underlying information used to compile it and the selection of the basis of accounting.

I performed this engagement in accordance with Canadian Standard on Related Services (CSRS) 4200, *Compilation Engagements*, which requires me to comply with relevant ethical requirements. My responsibility is to assist management in the preparation of the financial information.

I did not perform an audit engagement or a review engagement, nor was I required to perform procedures to verify the accuracy or completeness of the information provided by management. Accordingly, I do not express an audit opinion or a review conclusion, or provide any form of assurance on the financial information.

Readers are cautioned that the financial information may not be appropriate for their purposes.

Brampton, Ontario



Date  
April 12, 2025

G J Westfall CPA

**DISTRICT NO. 2 OF THE A.C.B.L.**  
**(Incorporated without share capital under the laws of Ontario)**  
**STATEMENT OF FINANCIAL POSITION**  
**December 31**

	<b>2024</b>	<b>2023</b>
	<b>\$</b>	<b>\$</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
<b>ASSETS</b>		
Cash	31,030	39,224
Accounts receivable	1,312	85
	<b>32,342</b>	<b>39,309</b>
<b>LIABILITIES AND NET ASSETS</b>		
Accounts payable	373	452
Net assets	31,969	38,857
	<b>32,342</b>	<b>39,309</b>

The accompanying notes are an integral part of the financial statements

Approved on behalf of the Board:

Director

Director

**DISTRICT NO. 2 OF THE A.C.B.L.**  
**Statement of income and Expense and Net Assets**  
**For the year ended December 31**

	2024	2023
	\$	\$
	(Unaudited)	(Unaudited)
<b>INCOME</b>		
Regional Tournaments		
Toronto Summer	1,490	2,451
Oakville	1,254	
Sudbury 2022	280	
North Bay 2024	225	
Winnipeg	335	
Niagara Falls	-	2,174
Kitchener	-	2,025
Toronto I/N	501	522
	<b>4,085</b>	<b>7,172</b>
Grass roots & other revenue from A.C.B.L.	3,153	4,155
North American Open Pairs	58	85
Grand National Teams	2,735	645
	<b>10,031</b>	<b>12,057</b>
<b>EXPENSE</b>		
Directors' meeting - Toronto	243	226
NABC Toronto		
hospitality	10,000	
Flo Belford day	1,500	
Subsidies	1,080	1,494
Honoraria		
- Secretary	1,200	1,200
- Treasurer	500	500
- Auditor	500	500
- Web Master	250	250
- NAOP coordinator	500	500
- Grand National Teams	-	1,000
- Tournament coordinator	250	250
Web expenses	684	
Sundry	212	83
	<b>16,919</b>	<b>6,003</b>
Excess of income over expense	<b>(6,888)</b>	<b>6,054</b>
Net Assets, beginning of period	38,857	32,803
Net Assets, end of period	<b>31,969</b>	<b>38,857</b>

The accompanying notes are an integral part of the financial statements

**DISTRICT NO. 2 OF THE A.C.B.L.**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2024**  
**(unaudited)**

The aims and objectives of the District are as follows:

1. To cooperate with and assist the League in the promotion and conduct of bridge tournaments within the District.
2. To help coordinate tournament schedules within the District and adjacent Districts.
3. To seek concerted action on all matters affecting the District by consultation with and recommendations to the District Representative on the National Board of Directors.
4. To promote the highest standards of conduct and ethics for participants in tournaments and to take any and all steps necessary for that purpose.
5. To act as a fact-finding body in connection with any matter arising within the District.
6. To conduct the Regional tournaments allocated to the District and decide on their location.
7. to recommend the election of specific individuals to represent the District on the National Board and first and second alternates for that office.
8. To perform such other functions as may promote the best interests of contract bridge.

**NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES**

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and reflect the following policies:

- a) The Organization follows the deferral method of accounting for revenue from Regional tournaments. Revenue from Regional tournaments is recognized as revenue in the year in which the tournaments are held.
- b) District 2 of the A.C.B.L. is a non-profit entity under the Income Tax Act (Canada) and, as such, is exempt from income taxes under section 149(1)(l).

These notes are an integral part of the accompanying financial statements.

## Appendix A

President's Report: Wiebe Hoogland

The report will be a bit longer than in previous years as a lot happened since the last AGM. It has been a good recovery year for face-to-face bridge. In 2024 District 2 had some 70 clubs playing face to face bridge with the top club having over 3000 tables (Bridge Centre of Niagara). Further of those 70 clubs, some 15 also had online games and of those 9 clubs only had online games.

ACBL membership is still in a downward trend from before Covid but at a very slow rate.

District 2 membership fell from 6911 on March 31 to 6834 on December 31, 2024.

The attendance at regional tournaments still does not come close to pre-Covid numbers.

This resulted in losses for the tournaments and in particular to those assigned to Unit 166.

The By-laws required adjustment to reflect the new ACBL organization and the revised Ontario Business Registry regulations. The revised By-laws were approved during a special meeting.

The Ontario Business Register records had not been updated since 2018 and did not comply with the revised legal requirements. Access to the Ministry website had been revised and required a key number (password) which had not been requested previously. It took numerous inquiries and finally a supervisor e-mailed me the key number and I could update the Business Register to comply with the revised requirements. As a note, the head office of the District was listed as a lawyer's office in Toronto that did not exist any longer and after some searching, I was able to contact the lawyer's office (with different name) and was informed that they had not any records of District 2 as they had digitalized their records and destroyed all hard copies.

The webmaster could not access the website as he had forgotten the password and was not able to revise it through the website host. He also stated that his health prevented him from carrying out the duties of the webmaster. Luckily a new webmaster, Dena Jones, who is also the webmaster of other bridge organizations, was willing to take on the task. Since we had no access to the website, Dena set up a new web hosting and designed the new website.

The reaction to the new website was very positive from several comments made.

The attendance at the District NAP finals has been dismal since Covid. The need to advertise this event is paramount. It is recommended that District 2 purchase ACBL Marketing Solutions (Pianola) to e-mail ACBL members with the information to participate in the District finals.

The organization of the GNT District finals was always part of the Easter Regionals in Toronto. This year it will be organized separately and require advertising as well using e-mails to the members.

Even though several issues have been resolved, District 2 has only a promising future with involvement by the members to ensure that membership increases and that Regional and Sectional tournaments are successfully organized. This includes cooperation between Units where and when needed.

Wiebe Hoogland

President

District 2 of the ACBL

## **Appendix B**

### **Minutes of the Annual Meeting of the Members District 2, ACBL March 23, 2024 Agenda A/B**

MINUTES of the Annual Meeting of the Members of District 2 of the American Contract Bridge League held online using the Zoom application on March 23, 2024 at 10:00 a.m.

PRESENT:

REPRESENTING Ontario Unit 166: Andy Risman

REPRESENTING Manitoba Unit 181: Shirley Galler

REPRESENTING Sault International Unit 212:

REPRESENTING Northwestern Ontario Unit 228: Shirley Bent

REPRESENTING Northeastern Unit 238: Millie Wood Colton

REPRESENTING Trent Valley Unit 246: Linda Lord

REPRESENTING Southwestern Ontario Unit 249: Ted Boyd

REPRESENTING Bermuda 198:

REPRESENTING Niagara 255: Muriel Tremblay

Also present: Gary Westfall, Auditor  
Jennifer Verdam, District Administrator  
Graham Warren, Tournament Coordinator  
Edmond Fok, NAP/GNT Coordinator  
Wybren Hoogland, Vice-President, incoming President

Darlene Scott, Denise Donovan, David McCrady, Brian Jones

The President, Andy Risman, took the Chair and Jennifer Verdam acted as Secretary of the meeting.

A quorum of Members of the Corporation being represented in person or by proxy the Chair declared the meeting regularly constituted.

#### **1. Approval of Minutes**

Moved by Millie Wood Colton, seconded by Ted Boyd ***that the minutes of the A/B meeting, held April 1, 2023 by Zoom, be approved - CARRIED***

## **2. President's Report: Andy Risman**

We are slowly and hopefully surely moving back to pre-Covid normalcy. There was an increase in F2F clubs last year – up to over 100 games per week. Attendance at several of these games is moving up and several games have over 15 tables a week. Also, the tournament schedule is moving in the right direction. One big help is the new Local Sectional Games which makes running smaller sectionals more economically feasible. I hope more units take advantage of this new format that the ACBL has put out.

The biggest upcoming event this year will be the NABC hosted by Toronto in the downtown core. Last NABC generated over 13,000 tables and I hope we can come near that attendance figure again. I know Darlene Scott and her team have been working very hard to supply the great support that Toronto has supplied in the past.

The future is promising and we are moving in the right direction. I hope all parties involved realize that patience is required and we won't come out of this without it.

## **3. Financial Statements**

The financial statements as at December 31, 2023 were presented. Gary Westfall, Auditor was available to answer questions.

Moved by Muriel Tremblay, seconded by Darlene Scott

**Motion:** *“The statement of financial position of the Corporation as at December 31, 2023 and the statement of income and net assets for the year ended on the said date be and the same are hereby approved and adopted, and any two of the Directors be and they are hereby authorized to evidence such approval on behalf of the Board by signing the said balance sheet.”*

**CARRIED**

## **4. Remuneration of Auditor**

Moved by Shirley Bent seconded by Darlene Scott,

***That the sum of \$500.00 be paid to G. J. Westfall for acting as auditor of the Corporation for the year ended December 31, 2023.***

**CARRIED**

## **5. Appointment of Auditor**

Moved by David McCrady, seconded by Muriel Tremblay,

***That G. J. Westfall, CPA, be and he is hereby appointed auditor of the Corporation to perform a Review Engagement and to hold office until the next Annual Meeting of Members at such remuneration as may be fixed by the directors and the directors be and they are hereby authorized to fix such remuneration. –***

**CARRIED**

## **6. Appointment of Directors for 2023-24**

Moved by Shirley Galler, seconded by Shirley Bent,  
***That we approve the appointment of the following Directors for 2023-24:***

<i>Andy Risman 166</i>	<i>Darlene Scott 166</i>
<i>David McCrady 166</i>	<i>Denise Donovan 166</i>
<i>Douglas Fisher 181</i>	<i>Shirley Galler 181</i>
<i>Peter Donnellan 198</i>	<i>198</i>
<i>Doug Souliere 212</i>	<i>212</i>
<i>Shirley Bent 228</i>	<i>Carolle Armour 228</i>
<i>Millie Wood Colton 238</i>	<i>Leslie Dickson 238</i>
<i>Linda Lord 246</i>	<i>Janice Upeniaks 246</i>
<i>Jed Drew 249</i>	<i>Jennifer Verdam 249</i>
<i>Ted Boyd 249</i>	
<i>Muriel Tremblay 255</i>	<i>Brian Jones 255</i>

**CARRIED**

#### **7. Confirmation of Proceedings**

Moved by Ted Boyd, seconded by Millie Wood Colton,  
***That all by-laws, resolutions, contracts, acts, and proceedings of the Board of Directors of the Corporation enacted, passed, made, done, or taken since the last annual meeting of members as set forth or referred to in the minutes of the meetings of the board of directors (which have been produced to this meeting for inspection) or in the financial statements of the Corporation submitted to this meeting, be and the same as hereby approved, ratified, and confirmed.***

**CARRIED**

#### **8. Adjournment**

Moved by Linda Lord, seconded by Ted Boyd  
***That this meeting be adjourned.***

**CARRIED**

## Appendix C

Agenda C  
General Meeting of the Board of Directors  
District 2, ACBL  
March 23, 2024  
Zoom  
10:00 a.m.

General meeting of the Board of Directors of District No. 2 of the American Contract Bridge League held on the Zoom application at 10:00 a.m. on March 23, 2024.

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Andy Risman called the meeting to order at 10:4 am: “A quorum of Directors being present, the meeting is regularly constituted.”

1. Moved by Shirley Galler and seconded by Shirley Bent  
***that we approve minutes of the General Meeting of the Board of Directors held on April 1, 2023 by Zoom. – CARRIED***

2. Business arising from the minutes

- a) Investments were not made last year but should be made this year. Andy Risman suggested that we use Oaken Financial. Shirley Galler said that the intent is to invest approximately 50%. Darlene Scott wanted to be able to get the money out if required (not have necessary funds locked in for several years). Brian Jones would like to know our risk tolerance.

Oaken offers instruments that provide for a 0% risk. The suggestion is to have a combination of locked in and cashable as a blend. Shirley Galler will approach Oaken and speak with them about the best strategy.

- b) The District has not typically supported the NABC because the ACBL formerly had a profit sharing arrangement with the hosting Unit. However, starting in 2018, the ACBL has eliminated profit sharing so no one who runs an NABC gets any money from the tables. The Unit is currently responsible for hospitality, decorations, anything over \$4 for gifts including shipping and taxes, and anything over \$5 USD for prizes, all of which will be significant expenses.

The NABC committee will put together a proposal on hospitality and submit it to the District board. The deadline is end of April so the District will likely need to have a small special meeting to discuss the proposal.

3. President’s Report

We are slowly and hopefully surely moving back to pre-Covid normalcy. There was an increase in F2F clubs last year – up to over 100 games per week. Attendance at several of these games is moving up and several games have over 15 tables a week. Also, the tournament schedule is moving in the right direction. One big help is the new Local Sectional Games which makes running smaller sectionals more economically feasible. I hope more units take advantage of this new format that the ACBL has put out.

The biggest upcoming event this year will be the NABC hosted by Toronto in the downtown core. Last NABC generated over 13,000 tables and I hope we can come near that attendance figure again. I know Darlene Scott and her team have been working very hard to supply the great support that Toronto has supplied in the past.

The future is promising and we are moving in the right direction. I hope all parties involved realize that patience is required and we won't come out of this without it.

4. Treasurer's Report: S. Galler
  - a. Review of 2024 financial report and motion to approve the report – motion is not required as it was included in the A/B meeting
  - b. Extension of the novice reimbursement for Units. It currently is approved until the end of 2025 and we will review at the spring 2025 meeting
  - c. Moved by Linda Lord and seconded by Muriel Tremblay  
**that we decrease the \$3.00 per table paid to the District 2 for Regionals to \$2.00 per table, effective immediately. - CARRIED**
  - d. The District 2 2024/5 Budget was created using likely table counts, and the reduction in table fees, which gives rise to a \$1,385.00 loss.
  - e. Shirley Galler moved and Brian Jones seconded  
**That the 2024/5 District 2 budget be accepted as presented.** Ted Boyd abstained. - **CARRIED.**

**5. Honorariums**

Treasurer	\$	500.
Secretary		1,200.
NAOP Coordinator		500. (prepaid)
GNT Coordinator		500.
Webmaster		250.
Tournament Coordinator		250.

David McCrady moved and Muriel Tremblay seconded

**That the honorariums listed above be paid for the 2023 year - CARRIED**

6. North American Open Pairs, Flight A & B North American Open Pairs, Flight C (Non-Life Master)
  - a) 2024-25 Report
  - b) 2024-25 Coordinator
  - c) Date of District final
7. Grand National Teams
  - a) 2024-25 Report  
Attendance is up this year for the Championship, A, and B flights. There are no entries for the C flight.
  - b) 2025-26 Coordinator
  - c) Date of District final
8. Tournament Scheduling

We have 25 sectionals this year vs 30 pre-COVID.

Moved by Muriel Tremblay and seconded by Shirley Galler  
***that we approve the Regionals for 2030 which includes 166, 246, 238 and the Toronto Easter Regional. - CARRIED***

9. Reports
  - a) Regional Director – Jonathan Steinberg

10. Election of Officers 2025-26

Wybren Hoogland is no longer the Unit Rep for the District. He is the Vice-Chair at the moment. Bylaws have no specific direction as to whether the Chair must be drawn from the representatives.

Moved by David McCrady and seconded by Shirley Bent  
***that Wybren Hoogland be appointed as Chair for a term of two years – CARRIED***

Moved by Jennifer Verdam and seconded by Linda Lord  
***That Muriel Tremblay be Vice Chair – CARRIED***

Moved by Shirley Bent and seconded by Darlene Scott  
***that Shirley Galler be Treasurer – CARRIED***

11. Appointment of Executive/Planning Committee

166 Andrew Risman  
246 Linda Lord  
249 Ted Boyd  
255 Muriel Tremblay  
181 Shirley Galler  
238 Millie Wood Colton  
228 Shirley Bent  
161 Peter Donnellan  
255 Wybren Hoogland

12. Other Appointments

District Administrator Jennifer Verdam  
Educational Liaison Brian Jones  
Recorder Paul Cronin  
Tournament Coordinator Graham Warren  
Legal Counsel Jordan Cohen  
Webmaster Al Houston  
Youth Coordinator Michael Yang

13. Other Business

Moved by Muriel Tremblay and seconded by Darlene Scott  
***that we have at least one face to face meeting every two years.***

Discussion: The issue in the past was the expense associated with getting representatives from distant units. The general consensus is that face to face meetings are extremely expensive – **DEFEATED**

The Advisory council needs more of a representation from District 2 – Andrew Risman will join the Advisory Council, along with Wybren Hoogland and Linda Lord.

14. Date and Location of Next meeting: April 12, 2025 at 9:30 am EST by Zoom

15. Terminate Meeting Moved by Linda Lord that we terminate the meeting. Meeting adjourned at 1:17 pm

## Appendix D

Special Meeting of the Board of Directors  
District 2, ACBL  
April 10, 2024  
Zoom  
7:00 p.m.

Special meeting of the Board of Directors of District No. 2 of the American Contract Bridge League held on the Zoom application at 7:00 p.m. on April 10, 2024.

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**Present:** Denise Donovan, Wybren Hoogland, Ted Boyd, Jennifer Verdham, Ted Martin, Linda Lord, Jed Drew, Shirley Galler, Brian Jones, Andrew Risman

**Regrets:** Muriel Tremblay (Brian Jones proxy), David McCrady (Andy Risman proxy), Darlene Scott

The President called the meeting to order at 7:03 pm

**1. District support of the 2024 Toronto Summer NABC**

Moved by Muriel Tremblay via email, seconded by Andy Risman in the Zoom meeting

***Given the breakdown in costs, I recommend that we donate \$10,000 to the NABC Toronto Local Committee to provide 1 event of hospitality, recognizing the contribution from District 2***

Linda Lord said that there was a fund of 50k established for the Nationals, which was still shown as an asset of Unit 166 in 2022, having a balance of approximately 56k at that time. She asked about the status of that fund. Per Andy Risman, this has been spent on the committee costs and the travel to the other NABCs. Linda Lord said that the 2017 NABC financials showed a profit of 26k. Andy Risman stated that that figure was not inclusive of the 22k paid out to the committee. Linda said that Unit 166 learned in 2017 that the ACBL would no longer share the 11.50 USD per table. Andy Risman stated that the decision was made in 2018 that they would be able to absorb a small loss, and then Covid completely upended their funding model.

Denise Donovan stated that ACBL has not been good at communicating changes over the course of the last five years and in some cases had not communicated what they would or would not pay for. Andy Risman and Ted Boyd agreed.

Linda Lord wanted it totally understood that she completely disagrees with the rationale of Unit 166 agreeing to host it without understanding what funding they would provide, and she is not in support of District 2 funding a hospitality session.

Brian Jones asked if Unit 166 had known what was coming, would they have agreed to run the 2024 NABC? Andy Risman said no.

Linda Lord also asked who the oversight committee for the NABC is. Per Andy Risman, in 2017 there was no oversight committee and there isn't one in 2024. Linda Lord stated that there was one in 2011 and should be one now. Darlene has been reporting directly to the Unit, as did Ina Demme in 2017. The District has had

no involvement. Linda Lord wishes it to be stated that there were no checks and balance on the financial commitment from the ACBL and what that would entail and there seems to be no oversight by the Unit.

Jennifer Verdam commented that even if the NABC funding model had remained unchanged and the Unit was receiving 11.50 USD a table from the ACBL, she would still be in favour of the District supporting the NABCs as we need to promote bridge in our area and this promotes bridge.

Shirley Galler commented that any district money should be used for the benefit of District 2 members and would like to see more education initiatives, rather than funding one ice cream bar for people who aren't necessarily in the District.

Jennifer Verdam pointed out that the Units are already promoting bridge education. Unit 249 has provided LBIAD free to any club who wishes to run it for several years now, and is supporting novice programs through free plays to anyone who takes an introductory bridge course, so as to move them to club bridge. She said that we are spending no money as a District at the moment on anything to benefit any member of the District. Linda Lord said that she has made many suggestions over the years that have gone nowhere. The comment was made that suggestions are not motions and that this conversation is more properly a part of the discussion regarding the use of the remaining District funds.

Linda Lord wanted a full accounting of the NABC after it is complete. Jennifer Verdam pointed out that the audited statements will be available and public so easily obtained. Andy Risman agreed to send it to Linda Lord.

Proxies were permitted for this meeting. Brian Jones had a proxy from Muriel Tremblay. Andy Risman had David McCrady's proxy.

#### **Motion CARRIED**

2. We need to discuss ways to spend the money we have in the bank for the benefit of our members.  
Wybren Hoogland will update the bylaws and policies per the ONCA Not for Profit Act, and will call a meeting in September to begin discussing initiatives for 2025.

Wybren Hoogland asked for the Not for Profit Act to be sent to him. Jennifer Verdam emailed it to him.

Moved by Ted Boyd

***that the meeting be adjourned at 8:00 pm***

## Appendix E

**Special Meeting of the Board of Directors  
District 2, ACBL  
September 4, 2024  
Zoom  
7:00 p.m.**

Special meeting of the Board of Directors of District no. 2 of the American Contract Bridge League held on the Zoom application at 7:00 p.m. on September 4, 2024.

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**Present:** Wybren Hoogland, Ted Boyd, Jed Drew, Shirley Galler, Andrew Risman, Jennifer Verdam, Muriel Tremblay

**Regrets:** Darlene Scott, David McCrady, Brian Jones, Shirley Bent

The President called the meeting to order at 7:00 p.m.

1. This special meeting is called to review and approve (with amendments as required) the revised By-laws of the not-for-profit corporation District No. 2 of the American Contract Bridge League to incorporate the changes in the governance of the ACBL and the requirements of the Ontario Not-for-profit Corporation Act (ONCA).

The Bylaws were reviewed in order.

Changes to the Bylaws were as follows:

Section 5.3	Revise the wording, “elect/appoint” to “appoint”
Section 8.1	Capitalise the word, “officer”
Section 8.5	Add the words, “the Treasurer shall,” to the third and fifth sentences
Section 8.9	Capitalise the word, “officer”
Article XI	Capitalise the words, “officer” and “director”
Section 13.5	Add the words, “In compliance with ONCA requirements.”
Section 13.9	Replace the word, “audit” with, “financial review”, and the word, “audited” with, “reviewed as per the ONCA requirements.”
Article XIV	Add the words, “In compliance with ONCA requirements.”

Moved by Andrew Risman and seconded by Ted Boyd

***that the Bylaws of District 2 of the American Contract Bridge League be approved and certified as revised.***

**– CARRIED**

2. Approval to update the Business Registry of The Corporation at a cost of \$130.00

This is a requirement under ONCA

Moved by Muriel Tremblay, and seconded by Ted Boyd

***that we update the Business Registry of the Corporation at a cost of \$130.00.– CARRIED***

Attachment: Copy of revised By-Laws

**District No. 2 of the American Contract Bridge League  
BY-LAWS**

**ARTICLE I  
DEFINITIONS**

1. "ACBL" means The American Contract Bridge League.
2. "AGM" means The Annual General Meeting
3. "Act" or "ONCA" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time.
4. "Articles" means the "Articles of Incorporation" of the Corporation as amended or restated from time to time.
5. "Board" means the Board of Directors of the Corporation.
6. "Bylaws" means this bylaw and all other bylaws of the Corporation as amended and which are, from time to time, in force and effect.
7. "Chair of the Board of Directors" means the President elected to hold that office.
8. "Corporation" means the corporation that has passed these bylaws under the Act or that is deemed to have passed these bylaws under the Act.
9. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called.
10. "District" means the District No. 2 of the American Contract Bridge League.
11. "District rules" are as defined in the District Policy and Procedure Manual or similarly named document.
12. "Member" means a member of the Corporation.
13. "Membership" means the collective Members of the Corporation.
14. A Member "in good standing" means a Member whose rights are not under suspension because of disciplinary proceedings, or by operation of some specific provision of these bylaws.
15. "Member Unit" means the geographical area within the District which is assigned to it by the Board of Directors of the ACBL
16. "Officer" means an Officer of the Corporation. (President, Vice-President, Treasurer, Secretary).
17. "Proxy vote," means the same as an "absentee vote" and is a ballot cast by a person (the proxy) on behalf of another person (the principal) when they are unable to attend a meeting.
18. "Representative" means the member of a Unit elected or appointed to be a Member or Director.

**ARTICLE II**  
**NAME; PURPOSES; OFFICES**

**Section 2.1 Name.**

The name of this organization shall be District No. 2 of the American Contract Bridge League. District No. 2 of the American Contract Bridge League is also known as ACBL District #2 and referred to in these by-laws as District.

**Section 2.2 Incorporation.**

The District is incorporated as a not-for-profit corporation under the Corporations Act of the Province of Ontario (CA) and shall be governed by the CA and the Act or ONCA.

**Section 2.3 Purpose.**

The purpose of this organization shall be:

- a) to promote and foster contract bridge throughout District No. 2 of the ACBL.
- b) to conduct directly, or to assign to a Member Unit, such Regional Tournaments as are held within the geographical limits of District No. 2.
- c) to coordinate tournament schedules within the District and adjacent districts.
- d) to coordinate the GNT (Grand National Teams) and NAOP (North American Open Pairs) Unit and District Qualification tournaments and
- e) to appoint Advisory Council representatives if necessary.

**Section 2.4 Registered Office and Registered Agent.**

The registered office of the corporation shall be in Ontario at such place as may be fixed from time to time by the Board of Directors upon filing of such notices as may be required by law.

**ARTICLE III**  
**DISTRICT 2 OF THE AMERICAN CONTRACT BRIDGE LEAGUE**

**Section 3.1**

The District shall conduct its affairs in a manner consistent with the rules, regulations, policies, and procedures of ONCA.

**Section 3.2**

The District is a separate legal entity that interacts with the American Contract Bridge League (ACBL) and exists for the purposes specified in Article II of these bylaws. In its interaction with the ACBL the District and the ACBL members that reside in the District shall be subject to and abide by the bylaws and regulations of the ACBL as in existence and amended from time to time by ACBL. The District shall conduct its affairs in a manner consistent with the rules, regulations, policies, procedures, and bylaws of the ACBL. No rule, regulation or bylaw adopted by the District shall be inconsistent with or be in contravention of the rules, regulations and bylaws of the ACBL.

**ARTICLE IV**  
**ACBL DISTRICT JURISDICTION**

The Member Units over which the District has ACBL jurisdiction are such units as are presently or may in the future be assigned to it by the Board of Directors of the ACBL.

**ARTICLE V**  
**MEMBERSHIP**

**Section 5.1 Members.**

All ACBL units which are or hereafter come into being within the geographical boundaries of the District are automatically Member Units of the District so long as they remain within the District, without requirement of any petition or formal action on the part of the Unit.

**Section 5.2 Rights and Obligations.**

In accordance with the procedures established by the ACBL Board of Directors and the District members, the Member Units shall have voting rights and other legal rights or privileges in connection with the governance of the District.

The Member Units shall be required to abide by the bylaws, regulations, policies, code of conduct, and ethics standards established by the ACBL.

**Section 5.3. Nomination and election of Representatives (Members).**

Each Member Unit shall appoint the Representatives for that Unit. One of those Representatives must be designated as a Director of the Board of Directors. The President of the District shall be notified in writing of the Representatives so selected by January 31 of each year. If the Unit fails to notify the District President or Secretary of new Representatives, any new Representatives, in accordance with Section 6.5 hereof, shall not be considered properly elected until the District is notified, and in accordance with Section 6.5 hereof, their predecessors' terms shall continue until the District is properly notified.

**Section 5.4. Number.**

The Membership of the District shall consist of one Representative for every one thousand (1000) ACBL members or fraction thereof in each Member Unit as of the 31st day of December of the preceding year plus one (1). Membership figures shall be those as provided by the ACBL. The total number of Representatives from one Member Unit cannot exceed 50% of the total number of Member Units (i.e. total number of Member Units is 9 therefore maximum number of Representatives from one Unit is 4). All Representatives must be members in good standing of the ACBL as well as members of a Member Unit.

**Section 5.5. Term of Office.**

Representatives shall be elected/appointed each year for terms of office of one (1) year, the terms to commence on the date of the Annual General Meeting. All Representatives shall hold office until their successors are elected and qualified or until their sooner death, resignation or removal.

**Section 5.6 Termination of Membership.**

An ACBL member shall remain a member of the District unless and until he/she changes his/her residence to a unit outside the jurisdiction of the District, without taking the necessary steps to retain membership in a Member Unit, per ACBL regulations.

**ARTICLE VI**  
**MEMBERSHIP MEETINGS**

**Section 6.1. Annual General Meeting.**

The AGM of the District shall be held at such time and place as may from time to time be fixed by the Membership prior to April 30. The agenda of the AGM shall include presentation of annual reports and transaction of such other business as may properly come before the meeting. Failure to hold an AGM shall not work a forfeiture or dissolution of the District or invalidate any action taken by the Membership or Officers of the District.

**Section 6.2. Special Meetings.**

Special meetings of the Membership may be called at any time by the President, or upon the written request of 50% or more of the members of the Board of Directors. Members of the Board of Directors may participate in a meeting of such board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting.

### **Section 6.3. Place of Meeting**

All meetings of the District shall be held within the geographical limits of the Province of Ontario. All meetings will be online meetings via webinars unless otherwise noted.

### **Section 6.4. Notice of Meeting.**

Notice, written, printed or by electronic transmission, stating the place (if held at a physical location) , day and hour of any meeting and, the purpose or purposes for which the meeting is called, shall be delivered not less than thirty (30) days nor more than sixty (60) days prior to the date of the AGM and not less than 10 nor more than 30 days before the date of the special meeting, by or at the direction of the President, Secretary or Board calling the meeting, to each Member entitled to vote at such meeting. In addition, the ACBL Region 1 Director and representatives of District 2 of the Advisory Council of the ACBL and the directors of the Canadian Bridge Federation for Zones 3 and 4 may attend the AGM with no voting rights.

### **Section 6.5. Agenda and conduct of meeting.**

The notice of meeting shall include the agenda, which shall include motions proposed by the Board of Directors. Motions from the floor during the meeting shall only be entertained because of discussions held during the meeting. Motions made during the meeting require a two-third (2/3) majority.

### **Section 6.6. Waiver of Notice.**

Attendance of a Member at a meeting shall constitute a waiver of notice of such meeting, except where a Member attends for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened. A waiver of notice signed by the Member or Members, whether before or after the time stated for the meeting, shall be equivalent to the giving of notice.

### **Section 6.7. Quorum.**

Fifty (50) percentage of the total Members in good standing and not less than 5 of the Member Units of the District shall constitute a quorum at any Membership meeting.

### **Section 6.8. Proxy Voting.**

Proxy voting shall be permitted at Membership meetings.

In order for a proxy vote to be valid, the proxy is to be made public to the President prior to the commencement of the meeting.

### **Section 6.9. Alternate representative.**

If a Unit Representative is unable to attend any meeting of the Board, he may designate in writing, directed to the Board, an alternate to attend in his place. Such alternate shall have full voting rights.

### **Section 6.10. Leave of Absence.**

If a Member is charged under the Criminal Code (Canada) with:

- i) an offence of a sexual nature,
- ii) an offence against a person, including, without limitation an assault; or
- iii) an offence against rights of property or related to fraudulent transactions,

then such Member shall immediately be deemed to be on a leave of absence from the District, until the final disposition of such charge. In the event such Member is found not guilty of such charge or is otherwise granted a conditional or absolute discharge with respect thereto, then the Member shall be entitled to resume his/her position and other activities with the District. In the event the Member is convicted of the offence, same shall constitute grounds for the Member to be permanently removed from the District upon the affirmative vote of two-thirds of the Membership. During the period while the Member is on a leave of absence, the Member shall not be entitled to attend meetings of the board or committees thereof, or otherwise be provided with correspondence, reports, studies or other similar materials relating to the activities of the District.

## **ARTICLE VII BOARD OF DIRECTORS**

### **Section 7.1. Powers and Duties.**

The management of all business, property, interests, and other affairs of the District shall be vested in its Board of Directors. Among the powers hereby conferred is the power to impose sanctions upon members in accordance with ACBL rules and regulations, to delegate non-policy making authority to members who are not directors, and in general, to take such other and further actions as may from time to time be necessary to further and implement the purposes and aims of the District as set forth in Article II. The Board of Directors is the sole judge of its own membership.

### **Section 7.2. Directors' Fiduciary Duties and Standards of Conduct.**

Each Director is subject to a duty of loyalty to the corporation and a duty of care in the performance of his duties as a director.

### **Section 7.3. Nomination and Election of Directors.**

Each Member Unit shall elect/appoint the Representative for that Member Unit to be on the Board of Directors. The President of the District shall be notified in writing of the Representative so selected by January 31 of each year. If the Member Unit fails to notify the District President or Secretary of any new Representative, in accordance with Section (5.5) hereof, shall not be considered properly elected until the District is notified, and in accordance with Section (.5) hereof, their predecessors' terms shall continue until the District is properly notified

### **Section 7.4. Number.**

The Board of Directors shall consist of one Representative for each Member Unit. All Directors must be members in good standing of the ACBL as well as member of a Member Unit.

### **Section 7.5. Term of Office.**

Directors shall be elected/appointed each year for terms of office of one (1) year, the terms to commence on the date of the Annual General Meeting. All Directors shall hold office until their successors are elected and qualified or until their sooner death, resignation or removal.

### **Section 7.6. Ex-Officio Member.**

The immediate Past-President of the Board shall be an ex-officio member of the Board, but will not be entitled to vote, as such.

### **Section 7.7. Audit and financial review.**

Subject to the provisions of ONCA, the Board shall appoint annually at the AGM, an auditor or a

person appointed to conduct a financial review engagement.

**Section 7.8. Regular Meetings.**

The Board shall establish a schedule for regular meetings. Regular meetings of the Board of Directors shall be held, with proper notice, not less frequently than once per year.

**Section 7.9. Quorum.**

The majority of the Board of Directors in good standing shall constitute a quorum at any Board meeting.

**Section 7.10. Proxy Voting.**

Proxy voting shall not be permitted at Board meetings.

**Section 7.11. Vacancies.**

All vacancies in the Board of Directors, whether caused by resignation, death or otherwise, may be filled by the affirmative vote of the majority of the remaining directors. A Director elected to fill any vacancy shall hold office for the unexpired term of his predecessor and until a successor is elected and qualified.

**Section 7.12. Removal.**

A Director may be removed for cause at any meeting of the Board of Directors provided two-thirds of those present shall so vote. The Director subject to removal for cause shall be notified in writing of the grounds for such removal. Such notice shall be delivered by certified mail. The grounds for such removal must be submitted with the notice of said meeting and said Director shall have a reasonable opportunity at said meeting to object to and argue his removal with representation by counsel of his choosing at his own expense.

**Section 7.13. Resignation.**

Any Director may resign at any time by delivering written notice to the President or the Secretary, or by giving oral or written notice at any meeting of the Board of Directors. A Director's resignation will take effect upon delivery of notice unless the notice of resignation specifies a later effective date. Acceptance of a Director's resignation will not be necessary to make it effective.

## **ARTICLE VIII** **OFFICERS**

### **Section 8.1. Designations.**

The officers of the corporation shall be a President, a Vice-President, a Secretary, and a Treasurer. All Officers shall be elected for terms of one (1) year by the Board of Directors. Officers shall hold office until their successors are elected and qualified.

### **Section 8.2. President.**

The President shall preside at all meetings of the Board of Directors and Membership, shall have general supervision of the affairs of the corporation and shall perform such other duties as are incident to the office or are properly required of the President by the Board of Directors. A Director may not serve as President for more than two (2) consecutive years. The President does not vote except in the case of a tie.

### **Section 8.3. Vice President.**

During the absence or disability of the President, the Vice President shall exercise all the functions of the President. The Vice President shall have such powers and discharge such duties as may be assigned to her/him from time to time by the Board of Directors. A Director may not serve as Vice President for more than two (2) consecutive years.

### **Section 8.4. Secretary.**

The Secretary shall issue notices for all meetings, shall keep minutes of all meetings, shall have charge of the corporate books, and shall make such reports and perform such other duties as are incident to the office, or are properly required of the Secretary by the Board of Directors. The Secretary does not have to be a member of the Board of Directors and in that case does not have a vote.

### **Section 8.5. Treasurer.**

The Treasurer shall have the custody of all monies and securities of the corporation and shall keep regular books of account. The Treasurer shall disburse the funds of the corporation in payment of the just demands against the corporation or as may be ordered by the Board of Directors and shall render to the Board of Directors, from time to time as may be required, an account of all transactions undertaken as Treasurer and of the financial condition of the corporation. The Treasurer shall present a report at the AGM of the District financial status, and on major transactions of the previous year. This report shall be posted on the website and be available to all members on request. The Treasurer shall present the budget for the following year at the AGM. The Treasurer shall perform such other duties as are incident to the office or are properly required by the Board of Directors.

All disbursements shall either be by cheque carrying one authorized signature, which shall be that of the Treasurer or by E-transfer.

### **Section 8.6 Nomination of Officers.**

A Nominating Committee consisting of at least three Representatives representing three different Member Units shall be appointed by the President at least 60 days prior to the Annual Meeting. The immediate past President shall be the chair of the committee.

The Nominating Committee so appointed shall present its slate of officers at the Annual General Meeting. Notwithstanding the provisions of this Section 8.6, nominations may also be entertained at the Annual General Meeting provided the nominated delegate is present and indicates his willingness to serve if elected.

**Section 8.7. Delegation.**

If any Officer of the corporation is absent or unable to act and no other person is authorized to act in such Officer's place by the provisions of these Bylaws, the Board of Directors may, from time to time, delegate the powers or duties of such Officer to any other Officer, Director or other person it may select.

**Section 8.8. Compensation and Reimbursement of Officers.**

The Officers of the District shall serve without compensation but may be authorized to receive reimbursement of expenditures made on behalf of the District. The Secretary and Treasurer may be paid such honoraria as determined by the Board of Directors, notwithstanding that they are members of the Board of Directors.

**Section 8.9. Resignation of Officers.**

Any officer may resign at any time by delivering written notice to the President, the Secretary, or the Board of Directors, or by giving oral or written notice at any meeting of the Board of Directors. Any Officer's resignation will take effect upon delivery of notice unless the notice of resignation specifies a later effective date. Acceptance of an Officer's resignation will not be necessary to make it effective.

**ARTICLE IX  
COMMITTEES****Section 9.1. Establishment.**

The President, with the approval of the Board of Directors, shall have the power to create and appoint the members of such standing and special committees as she\he may deem necessary or appropriate, designate the chairs thereof and assign functions thereto. The members of committees need not be Members of the District.

**Section 9.2 Executive Committee.**

The Executive Committee shall consist of the Officers of the District and the immediate Past-President. The immediate Past-President shall be a non-voting member. Its function shall be to execute the decisions and orders of the Board, to conduct routine administrative matters, to prepare long-range plans, and to act on matters of urgency. Actions taken by the Executive Committee must be reported at the next Annual Meeting of the District. The President may call a meeting of this Committee at any time. This committee shall have powers as provided by resolution of the Board of Directors except as prohibited by not for profit law. Rules governing meetings of the executive committee shall be as established by the Board of Directors, or in the absence thereof, by the committee itself.

**Section 9.3 Other Committees.**

Other committees shall be established at the discretion of the President and with the approval by the Board of Directors. Each committee may adopt rules for its meetings which are not inconsistent with these bylaws. The Policy and Procedures Manual describes the function of each Committee.

**Section 9.4. Term of Office.**

Each member of a committee shall serve for the time designated by the Board of Directors and until a successor is appointed unless the committee is sooner dissolved.

**Section 9.5. Compensation.**

The Board of Directors will determine any compensation for members of committees of the District.

**ARTICLE X**  
**AMENDMENT OF THE BYLAWS**

**Section 10.1. Bylaw Meeting**

The Bylaws of the District may be amended, and new Bylaws adopted at any annual or special meetings of the Board.

**Section 10.2. Proposal of Amendment**

Amendments may be proposed by any member of the Membership and submitted to the Secretary at least 30 days in advance of any regular or special meetings of the Membership. The Secretary shall either include the proposed amendment(s) on the agenda distributed for the next meeting or enclose a copy of the proposed amendment(s). The Secretary shall distribute that notice under the same provisions as the notice required for each meeting of the Membership as provided for in Section 6.4 of these Bylaws. The Secretary shall incorporate the text of the proposed amendment in the notice of the meeting.

**Section 10.3 Voting**

If a quorum (as per Section 6.7) is present, the affirmative vote of two-thirds (2/3) of all members present and voting shall be required to pass any amendment.

**ARTICLE XI  
INDEMNIFICATION**

Indemnity to Directors, Officers and Others. Every Director or Officer of the corporation or other person who had undertaken or is about to undertake any liability on behalf of the Corporation or any corporation controlled by it and his heirs, executors and administrators and the estate and effects, respectively, shall from time to time and always, be indemnified and saved harmless out of the funds of the Corporation from and against:

1. The acts, neglects or defaults of any other Director, Officer, committee member or employee of the corporation.
2. Joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquitted by resolution of the Board or for or on behalf of the Corporation.
3. The insufficiency or deficiency of any security, in or upon which any of the money, of or belonging to the Corporation shall be placed out or invested.
4. Any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited.
5. Any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust, provided that they have:
  - (i) Complied with ONCA and the corporation's Articles of Incorporation and Bylaws
  - (ii) Exercised their powers and discharged their duties in accordance with ONCA.

**ARTICLE XII  
MISCELLANEOUS**

**Section 13.1. Publication.**

The official publication of the District shall be as designated by the Board of Directors and shall be published by the District or assigned.

**Section 13.2. Inoperative Portion.**

If any portion of the Bylaws shall be invalid or inoperative, then, to the extent reasonable and possible, the remainder shall be valid and operative, and effect shall be given to the intent that portion held invalid or inoperative manifests until the next Annual General Meeting.

**Section 13.3. Interpretation.**

Whenever the context indicates, the masculine gender shall encompass the feminine and neuter, and the singular shall encompass the plural or vice versa. The headings are solely for organization, convenience and clarity. They do not define, limit or describe the scope of these bylaws or the intent in any of the provisions.

**Section 13.4. Conduct of Proceedings.**

The conduct of all proceedings of the Board of Directors and of all committees of the District shall be governed by Roberts' Rules of Order (latest edition) when not in conflict with these Bylaws.

**Section 13.5. Books and Records.**

The District shall keep correct and complete books and records of accounts and shall keep minutes of all proceedings of its Board of Directors and Membership meetings in compliance with ONCA requirements.

**Section 13.6. Fiscal Year.**

The fiscal year for the Corporation shall begin on January 1 and end on December 31.

**Section 13.7. Loans.**

The corporation will not make loans to any director or officer. Any director or officer who assents to or participates in the making of any such loan shall be liable to the District for such loan until the repayment thereof.

**Section 13.8. Borrowing.**

The corporation shall not borrow money for any purpose.

**Section 13.9. Annual financial review.**

The financial accounts held by the District shall be reviewed as per the requirements of ONCA at the end of each fiscal year. A detailed report shall be made of all the funds, property, and accounts of the District. The annual review shall be delivered to the Board for their consideration at the Annual General Meeting.

**ARTICLE XIII**

**NONPROFIT STATUS and DISSOLUTION**

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to its members. It is organized solely for not-for-profit purposes. On the dissolution or winding up of this Corporation, assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation shall be distributed according to the regulations and policies of the ACBL or shall be distributed to a charitable trust or non-profit organization, as approved by majority vote of the members at the Dissolution Meeting according to the regulations and policies of ONCA. If this Corporation holds any assets in trust, they shall be disposed of in such a manner as may be directed by judgment of a court of appropriate jurisdiction.

**ARTICLE XIV**

**EFFECTIVE DATE**

The foregoing Bylaws shall supersede all previous bylaws and shall become the official Bylaws of District 2 of the American Contract Bridge League in compliance with ONCA requirements.

**CERTIFICATION OF THE BOARD OF DIRECTORS**

The undersigned hereby certifies

- (i) I am the President of the District, a not-for-profit corporation,
- (ii) the above By-laws are a true, correct and complete copy of By-laws adopted at a duly held meeting of the District 2 Board of Directors on the 4th day of September 2024, and in accordance with the laws of the Province of Ontario, and
- (iii) the Resolutions are in full force and effect on the Effective Date hereof and have not been amended on or subsequent to the Effective Date.

IN WITNESS WHEREOF, I have hereunto executed this Certificate in my official capacity as President on 4th day of September 2024.

By: \_\_\_\_\_

Wiebe Hoogland,  
President,  
District No. 2 of the American Contract Bridge League.

## Appendix F

**Special Meeting - District 2  
GNT Scheduling  
December 19, 2024  
7:00 pm  
Via Zoom**

In attendance:

Wiebe Hoogland  
Jennifer Verdam  
Edmund Fok  
Shirley Galler  
Graham Warren  
Andrew Risman

The meeting was called to order at 7:00 pm by Wiebe Hoogland, President.

### **Timing:**

People in Toronto are looking for a face to face but that leaves the Winnipeg people out. We could conceivably do a hybrid event with computers and face to face, which would help with director costs. Winnipeg will poll their players to see how many people would be interested in playing in the event and Edmund can arrange for computers so that they can play concurrently with face to face and online.

Shirley says Winnipeg would normally have around a team from the Open flight and likely someone in C. Wiebe is suggesting that the Open and A be face to face and the B and C flights would be online. He is concerned that B and C flight players might not travel but that A and Open players will go to Oakville or Thornhill.

The finals would be in June and we need a Saturday and Sunday. The CNTCs will have a play o<sup>2</sup> the weekend of May 31st to June 1st with Mexico so we should avoid that weekend. The best weekend would be June 14th to 15th . Edmund will talk to MoBridge to see if they are available that weekend.  
Costs:

In 2024, the GNTs made \$3,000, some of which was used to subsidize one team. Wiebe suggests that the entry fees are no more than \$20.00 per session in order to encourage people to play. The pricing model is obviously different. BBO takes a flat 25% of the entry fee if they process the payment. The other option is to pay BBO ourselves, which is around \$2.00 a person, and much more manageable but requires more administration. We would do that this year, which would save \$5.00 USD per person per session.

### **Advertising:**

We should use Pianola, which would cost a penny per person. That works out to about \$600.

Edmund will finalize the flyers and the Kibitzer ad and send to Wiebe, and we can also send it out by Pianola. This will include a link to the Conditions of Contest.

**Subsidization:**

The ACBL pays for the qualifying round. If one or more of the teams do well, we will pay the entry fees for the subsequent round (s) for each flight. They pay their own travelling fees to Pittsburgh.  
NAP:

People have not been as interested in the NAPs since COVID. We need to put an ad together and also do a Pianola ad. We need to advertise better than we have been. Club participation rates in the qualifying games have gone way down. Perhaps we could consider subsidizing clubs for holding NAP qualifiers. It's only a dollar a table. We will investigate to see what clubs could use support.

The NAP is always held online and will be the morning and afternoon of November 8, 2025.

Meeting adjourned at 7:50 p.m.

# ACBL District 2 - Website Report

<https://www.d2acbl.org/>

By: Dena Jones, Spring 2025

## Background:

In May 2024 I accepted the role of Webmaster for ACBL District 2. This involved setting up a whole new page and domain, as well as a new page design. Below is a summary of the work, which involved, and continues to involve a lot of “under the hood” work to give a presentable and appealing look.

## General:

- All text is written by me, (except as noted below) and all designs were created by me.
- Where possible, photos have been correctly attributed.
- Received direction from ACBL on how their photos may be used. (Note that photos are intellectual property, and should not be used without permission or correct attribution.)
- I created some of the photos by photo editing and manipulation. Some have been computer generated based on my prompts and data input.
- All parts of the website have been formatted for multiple screen sizes. This involves resizing each, and every, individual element on the page, (images, text boxes, buttons, etc.) I have done this based on the sizes of my personal devices, and trust that this will cover most screen sizes.
- Generated “keywords” for “Search Engine Optimization”, or SEO. This is so that the page can be found on search engines, such as Google.

## 1. Initial set up:

- Created new domain with GoDaddy
- Created new secure website hosted by WIX
- Set up email domains with Squarespace. This is so that personal email addresses remain confidential. I am very conscious of privacy issues, and do not like publicizing private email addresses on a public website,

## 2. Geographical Area:

- Using very old and poor quality maps provided by ACBL, I redrew the boundaries of all nine units in District 2. Previous maps were not suitable as they were not clear, and were of very low resolution
- I redrew these maps using both Google Maps and an online county boundary map. With these tools, I could decipher the boundaries as shown on the old maps sent to me by ACBL. I was then able to trace the county boundary lines onto the new Google Map to create a better, more accurate and scaleable version.
- The new map is available on Google Maps by [clicking here](#). The link is also provided on the webpage. Google Maps makes the map interactive in that it is simple to zoom in and see exact boundaries, as well as to search for a specific location and see which Unit it belongs to.

### **3. Home Page:**

- The main photo is one of my images, which I have edited and reformatted for the website.
- Images of the maps, as described above were taken, and modified so that they can be used as images on the website.
- Section on GNT and NAP was recently added. The photo was sourced from ACBL.
- Section on Kibitzer will be regularly updated with the current Kibitzer issue.

### **4. Organization Page:**

- Headshots were requested of all Board members.
- For those who provided a photo, I retouched, and “cleaned up” the photo.
- I changed the backgrounds so that all backgrounds are consistent, as I believe this gives the page a much more professional appearance.

### **5. Tournaments Page:**

- Involves regular updates to keep the page current.

### **6. Documents & Archives Page:**

- This is the page where I have spent the most amount of work recently. The images were sourced and edited to fit with the overall page design.
- Kibitzer Back Issues: All issues of the Kibitzer that are on the Unit 166 webpage are now available on the D2 website. This involved a very tedious process of downloading each individual issue and uploading them to the D2 website.
- Each issue has been linked in the table format, as it now appears.

### **7. Kibitzer, Our Story Page:**

- This was taken directly from the Unit 166 website. None of this text is mine, nor are the images.
- The images, however, were “grabbed” from the Unit 166 page. I did some manipulation to increase the resolution, and some photo editing to make the images larger and clearer for the page design.
- Although the content of this page is not my creation, the design is.

Thank you, and I look forwards to a continued working relationship.

Regards,

Dena Jones