DISTRICT 5 DIRECTOR'S REPORT
SPECIAL REPORT, PART 1
RESTRUCTURING
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The Board of Directors recently held online meetings due to the cancellation of the Columbus nationals. The most important matter was the restructuring which will result in a smaller Board. One result is to disenfranchise District 5; we will no longer have a voice on the board. This is also true of some other districts.

The vote was 20-4 to approve the motion, with 1 abstention. I was one of the 4 no votes. There are many flaws in the proposed structure. This will be a fairly long-winded presentation.

When the motion was brought forward at this meeting, the president allotted a minute or two to each representative, in order by district number, to state opinions. To me this meant that this was strictly a pro forma exercise and that the votes were now available to shrink the board. (To refresh your memories, attempts at Las Vegas and San Francisco failed by small margins). At my turn, I named a few negatives. When we got to D25, Bob

Bertoni, the representative, had a slide show with a rather different result projected. The president grudgingly gave him three minutes and then came on at 2:57 to give him 3 seconds. Clearly, this was not enough to go through the slides, much less have an opportunity to study and comment on the presentation. I asked Bob to email me his workup, and it was clearly substantially superior to what would soon be approved.

To return to the actual motion, there has never been a report with the pluses and minuses of having a smaller board. There has been mention of "best practices". To have a smaller board, some committees would would have to be removed from the board and transferred to the company. This should have been done initially. We should know how these committees would operate. If successful, we could consider moving to a smaller board. The actual process has produced one committee, recently. If we move to a smaller board and discover the committees not to be successful, we would have new problems to consider.

Let us hypothetically consider that we have a smoothly operating number of committees that have been removed from the board. Now we have to

decide what size the new board is to be. There has been a committee whose task is to have a smaller board as the result. The eventual result was to create a jigsaw puzzle of the various districts and to create 13 regions. These regions exist solely to elect a Regional Director to the board of directors. The 13 regions consist in some cases of pairs of districts which touch at least slightly. This touching is physical only; there is no indication of common interests. Three regions have large populations and there is no merging of districts. A couple cases consist of three districts comprising a region.

Why 13? This question has never been addressed. Clearly, the answer is politics. And why have regions? Again, the answer is politics. More later, because we now must consider the election process.

When we elect a District Director, the various unit board members vote. These votes are weighted. For example, District 5 has approximately 3,000 members. If one unit has 1,000 members, it has 1/3 of the vote. For electing the new Regional Director, the same process is followed, but more than one district may be involved. District 5 has been paired

with District 6 for this purpose. District 6 includes Washington, D.C. and other areas.

District 6, in round numbers, has 7,000 members. District 5 has 3,000 members. I rate the possibility of District 5 ever electing someone to the new Board of Directors at maybe 2%. Maybe a little less, maybe a little more. The result is that in our case, and in the case of several other pairings, the smaller district will be excluded. One could even believe that these results are rigged.

A lot of time and effort went into producing this plan. To me it looks like yet another example of massive incompetence.

I will have more to say later. But I do have a parting thought:

> Do these changes contribute to improving the skill set of the Board of Directors?

And the answer is: Absolutely not!