

# Minutes

## AGA BOARD OF DIRECTORS MEETING

### Sunday, October 21, 2012 – 8:03 PM EDT

#### Attendees

Daniel Smith (Central Region)  
Bob Barber (Central Region)  
Chris Kirschner (Western Region)  
Stephen Burall (Western Region)  
Paul Celmer (Eastern Region)  
Gurujeet Khalsa (Eastern Region)  
Edward Zhang (At-Large)  
Andy Okun (President)

#### Absent

Chuck Robbins (Normal Secretary)

#### Guests

Ted Terpstra (Executive Vice President)  
Lisa Scott (Temporary Secretary)

#### 1. Meeting Called to Order 8:03pm EDT

1. Roll Call: All present. Quorum Established

#### 2. Discussion of the Minutes

1. No minutes are available from the previous meeting as the secretary for that meeting has been unavailable for comment.
2. Burrall moves to go into executive session to discuss personnel issues. Barber seconds move to executive session
3. Board goes into Executive Session at 8:07 pm EDT. Board leaves Executive Session at 8:16pm EDT.
4. Notes will be compiled with the September meeting Agenda to create minutes.

#### 3. President's Report

##### 1. Restore the College Funding Program.

1. Okun: A letter with a call for renewing the program was sent by Paul Barchilon. The AGF and ACGA will appreciate the move. A maximum cost of \$1000 is proposed, with a max-per-club of \$50 or \$100.
  2. Kirschner agrees that it's an excellent program and source of teachers. Khalsa also agrees.
  3. Okun: The AGF administers the program and bills the AGA.
  4. Kirschner moves to restore funding to the College Funding Program, Khalsa seconds. Edward suggests that the annual cap be increased to \$1500, and prefers \$100 rather than \$50 be the cap per club. Celmer, Kirschner, and Smith say start with \$1000, and may move up from there.
  5. Motion approved unanimously.
- ##### 2. Establish a Policy for Foreign Chapter Membership

1. This topic came up after the club in Shanghai attempted to join the AGA as a member. Their joining our ratings system unpopular, but Okun says Jonathon Bresler is helping them use our Open-Source software to establish their own rating system.
2. The question also came up whether a chapter in a foreign country can be a chapter in the AGA. There was once a chapter in Israel; a chapter on an Air Base in Japan was turned down. The Articles of Incorporation and By-Laws show that many years ago we were expected to have adopted a policy ([By-Laws §1](#)) the regions are listed; in this list the Board is called upon to establish a policy on the issue of foreign chapter membership. The definition of a chapter is any group of people who share the goals of the corporation.
3. Okun proposes a motion such as: A group of go players that are either American residents or citizens, or that meets regularly in the US.
  1. Kirschner says this has been the unofficial policy in the past.
  2. Smith suggests that any group meeting overseas should be meeting on US soil (ie., military base, consulate office, etc.).
  4. Okun argues that the board should make a policy, rather than putting it off, since the by-laws mandate it. Also, allowing diplomatic and military outposts may encourage outreach.
  5. Smith suggests drafting a precise policy with the assistance of the Policy and Governance Committee. Kirschner moves to consult the committee, Burrall seconds.
    1. Zhang asks whether the concern is the voting or something else. Smith is concerned with starting an AGA organization inside another organization's jurisdiction.
    2. Motion to draft a precise policy with the assistance of the Policy and Governance Committee carries unanimously.
    3. **Participation of members of foreign organizations**
      1. We have unofficially had a policy that members of foreign organizations can participate in tournaments without paying an AGA membership or AGA tournament fee. Okun asks the board to make the policy official.
      2. Burrall moves, Barber seconds.
        1. The Policy should state that: The AGA does not charge foreign nationals who are members of their own organization an AGA membership fee for participation in an AGA tournament.
        2. Kirschner states that this policy predates the existing by-laws. He would suggest that prior policies be continued unless changed. Kirschner moves to amend the motion to say that Andy will come up with the exact wording and submit it at the next meeting.  
**Barber seconds.** Unanimous approval.
      4. **New Congress Liaison.**
        1. Kirschner is stepping down as Congress Liaison. Josh Larson will be replacing him. He will take a formalistic approach, which will be beneficial.
        2. Khalsa asks what the Congress Liaison does.
          1. Kirschner says that it was originally to be the liaison between the AGA structure and the local leadership. It was historically fraught with difficulties, but in the last 3 years there has been a sense that the AGA should take a stronger role in management of the Congress. The board and the Liaison have created a Memorandum of Understanding, and in the last year or two the AGA has taken a more dominant role in financial management.

2. Okun also suggests that the position should be changed to Congress Coordinator. Kirschner agrees.

5. **Informational: New policy Professionals at the US Go Congress**

1. The number will increase, and for this reason and others a new policy and structure are being developed in order to control the Congress budget and provide opportunities for our local pros. Okun will update the board when there is something more concrete.

2. Celmer asks if the intention is to invite fewer pros. Okun responds that he is trying to look at whether or not there can be multiple levels of work. A number of different ideas have been floated. Celmer thinks that this should be reviewed on paper, and that a preliminary draft should be sent to the North American pros as soon as possible.

3. Kirschner said that pros must be consulted, but that it is not a radical change such that the pros would be shocked.

4. Khalsa ask if this has been at the discretion of Congress Directors? Okun says no, that discretion has already been taken with the Memorandum of Understanding and the AGA invitations to professionals. A structure like this will also depend on being defensible and something that can be carried on from year to year.

5. Discussion of how the financials should account for the professionals.

6. Burrall asks whether or not the new system will take account of the Congress Attendees' preferences. Zhang agrees with taking into account the Congress attendees' preferences. Okun says it will be considered.

7. Smith would also like to add that he does not want to have a two-tiered system. Kirschner suggests that this system would be based on services provided, and that ideally this decision (in a number of years) could be handed off to the pros. Smith would be fine with the pros choosing a tier for themselves.

8. Okun says that the input of the pros will be solicited.

9. Clarification of what is currently AGA expense and what is currently the expensive of the foreign professional organizations or the pros themselves.

10. Zhang says that the specific level of compensation could also depend on the attendance at the Congress, and that the pros should understand the difference made by a Congress attendance of 250 rather than 450.

11. Smith suggests that Okun should use this information to prepare a policy.

6. **Status of 2010 Congress Accounting**

1. Investigation is still on-going.

7. **AGA Games Database**

1. Andrew Jackson has an appropriate volunteer and will be coordinating between her and Jon Bresler.

8. **Status of City League**

1. Go players tend to wait until the last minute, so some further publicity and individual contact will take place.

9. **Congress Directors request that the AGA pay for AGA Congress Volunteers** (such as the Ejournal Team), not the Congress

1. Kirschner clarifies who have taken comps (7 comps total for foreign VIPs, the EJ Team, occasionally the AGA President). It has been his feeling for some time that this should be AGA expenses and not shared expenses, but past presidents disagrees. The

number has grown significantly in the 17 years that Kirschner was Congress Director.

2. The Congress expenses have been growing considerably greater than inflation, causing some attendees not to come. This is one budget item that does factor into registration fees. The loss of the ING money to support the growing Youth attendance (and the consistent youth discount) has also caused a problem.

3. Smith's thoughts are that the EJ is publicity, and that is in the Congress's interests, so he is ok with the Congress paying for that. He can see the argument for making VIP costs the responsibility of the AGA.

4. Burrall thinks that the Ejournal provides a valuable service for attendees to the Congress, but particularly to those not attending and to posterity. As such, the Ejournal is arguably the AGA's responsibility, and it may not be appropriate for the Congress to split the cost of it.

5. Okun suggests that Garlock would suggest that a functioning EJ is a crucial part of Congress.

6. Kirschner says that there are an infinite number of arguments. His is that the EJ is providing services to the world by reporting the news. The extent to which it is promotional is great, but there is no reason that the event should pay for the presence of the press. Smith does not see that the EJ is just the "press," but is of greater significance to the AGA than comparable press are to other institutions; it is in effect the AGA's marketing department.

7. Barber asks how much money is at stake here, and that it should be considered in light of the AGA's reserves. Kirschner says that the maximum is about \$6000, or \$10-\$15 for each Congress attendee.

8. Khalsa suggests that if it is a budgetary line-item, and greater transparency has been requested, then we should budget it as a line item. Hopefully the Congress surplus can pay for it.

1. Kirschner explains the specifics of who pays for what:

1. Congress has assumed some costs (such as youth discounts) formally pay for by the ING Foundation.

2. The AGF pays for items such as the Redmond Cup.

3. The AGA Pays for items such as the Masters Tournament.

9. Zhang suggests that perhaps the AGA can accommodate the Ejournal staff, and the Congress select the VIPS. Kirschner suggests that Okun's suggestion, taking account of the fact that the budget is an executive function that requires negotiation between the AGA and the Congress Directors, should be taken.

10. Okun suggests that this is not an item for a motion, but he requests further ideas and thoughts by email.

#### 10. **Policy for spending AGA Reserves**

1. Okun suggests board suggestions, or preferably a committee to handle this item. The Board and the President are responsibility to the membership on this issue.

2. Kirschner suggests professional advice.

3. Khalsa suggests that we should have a defensible policy for why the reserve is a certain amount. Smith concurs.

4. A committee is being formed to include Khalsa, Zhang (who has some expertise in this area), and Okun.

#### 11. **Old Congress Funds**

1. The funds belong to the AGA, but by agreement the funds are allocated to the individual congresses to be spent in accordance with the AGA's mission. Some of the funds have sat in reserves for a long period of time.

1. Occasionally the organizers are no longer active, or the funds have been dormant for a long time. These funds then revert to the AGA for promotional purposes.

2. Khalsa asks how much money is currently available. Kirschner suggests \$20,000-\$30,000. Zhang confirms approximately \$29,000, primarily from 3 congresses. Okun responds that taking back the money would be new.

3. The item is not urgent, but it worth consideration.

4. Kirschner informs the board that as of 2011, a new item was added to the Memorandum of Understanding that funds which have lain unused for 10 years or more will be reclaimed by the US.

5. Smith suggests that the board should make a policy, and further suggests that a few board members should propose a policy.

6. **?UNKNOWN?** asks for a statement from each outstanding club about the funds.

1. Okun asks if we should approach the Houston club directly, since their funds are nearing the 10 year mark.

#### 4. **2011 Chapter Consortium**

1. Following discussion, the board previously approved allocating \$2000 to the 2011 US Go Congress Chapter Consortium.

2. Okun suggests that the allocated funds will be used quickly, although they have not yet been distributed.

3. Smith says that the Treasurer will not allocate funds unless directed to do so. He calls that a motion be made.

4. Kirschner asks for information about the consortium that was to be constituted. He moves that the funds be allocated. Barber seconds.

5. Motion passes unanimously.

#### 5. **Rank certification**

1. Khalsa circulated a proposal and there has been discussion via email.

2. Proposal would be based on merit. Is this just rank, or also things like winning games?

1. Khalsa: This can also vary by rank. For example, for 15 kyu attaining the level is sufficient. For something like 1 dan, there may be stipulations that one must retain the rank for 6 months, a certain number of games, or other qualifications. The qualifications should increase with the stronger ratings.

2. Okun: What statistical significance does this have? Khalsa purposefully did not include sigma in his proposal, particularly since sigma tends to be backward-looking.

3. Khalsa suggests that a rank certificate would be (on average) 1-2 ranks below the current rating with a system based on sigma. He does not propose such a system.

4. There is also discussion based on being fair to people who live in remote areas, and a sigma-based system would be punitive to such people due to the number of games that would have to be played.

3. Kirschner would like to make sure that the specific system that we devises awards ranks to people based to some extent on confidence that they will not go below that rating in the near future.

1. Khalsa's proposal could easily include a requirement of a certain number of wins, with a number ascertained by examining the data.

4. Smith clarifies that the suggestion is that the algorithm should be applied as of 1-2 years prior to its approval, and that this decision should be tested against their performance in the intervening time so as to judge its appropriateness.

1. Khalsa says that this is fine, as long as the algorithm may be easily understood by AGA members, and so that the requirements may be publicized so that members are motivated.

2. Zhang likes the idea of an easily-comprehensive algorithm and some system that will be motivating.

5. Okun calls for suggestions about what the algorithm should contain. Discussion of specifics that should be taken into account by the algorithm.

6. Discussion concerning whether specific criteria would be punitive to people in less-populated areas. The algorithm should take into account this issue, but also be rigorous and clearly defined.

1. Smith suggests that because we will be making available a certificate with specific requirements and incentives, peoples' behaviors may change. The old data may not fully reflect this fact.

2. Okun and Khalsa agree, and add that this is part of the goal.

7. Okun asks how important the simplicity factor is to Board members, so that he may better direct the creation of the algorithm.

1. For Smith and Khalsa, the simplicity is extremely important.

8. Okun suggests a system where there are many requirements, but which allows for some decider to overrule based on different criteria. Example: a person who cannot find many close games participates successfully at a high rank, or a person who hold a rating of 5.8 and a low sigma may be awarded a 5-dan certificate regardless of whether or not he/she meets other qualifications.

9. Kirschner suggests that even if the calculation is not easy, there could be a calculator placed online that would assist.

10. Kirschner moves that the board instruct Okun to construct an algorithm (based on the above discussion), compare it to past data, and report back to the board by late December. Celmer seconds. Motion passes unanimously.

11. Limited discussion of who should sign off on the certificate, postponed to a later meeting.

## **6. List of Priorities**

1. This meeting has already lasted 2.5 hours, so there is request for a proposal to be sent via email, and that this item appear near the top of the agenda for the next meeting.

2. Item tabled

## **7. IRS-Status Document**

1. Okun summarizes that before the professional system was introduced, there were questions whether or not a 501c(4) could do one. The answer is that the AGA may not put on a professional organization with large prizes as a 501c(4), but it may as a 501c(6), which is designed for professional (and later sporting) organizations.

2. Kirschner was told that a second year would be a problem, Okun had previously heard that an amount above a specific budgetary amount would be a problem. He

also believes that the AGA should take care of this research, and to instruct the pro committee to research the question.

3. The goal of the research is to know the boundary of being a non-profit, so that we do not cross that line. Kirschner indicates that we want to do this now so that we are not dealing with a problem from the IRS.

4. **Motion firsts and seconds?** Motion to instruct the Professional Committee to investigate this issue carries unanimously.

#### 8. **New Business**

1. Zhang sent proposals and there was discussion via email. Certain of these proposals came up in earlier discussion and discussion via email. The four topics are:

1. Establish a timeline of executing the Rank Certification System.

1. This topic was covered in the above agenda item.

2. Congress Travel Subsidy For Remote Players

3. \$35 chapter membership fee

1. This is a matter for the General Assembly, according to the AGA by-laws.

4. Set up an "Honorary Board" in order to recognize individuals who have significantly supported the AGA in the past.

5. We need to watch our language so that this seems to be an honorary title, but that people do not think that they will get to make decisions. Suggestions include "Advisory Committee" and "Advisory Council."

6. Consensus of the Board that Okun explore further the idea of an Honorary or Leadership Council.

#### 9. **Date and Time of Next Meeting**

1. Sunday, December 2, 2012 at 8pm EDT

#### 10. **Adjournment**

1. Barber moves to adjourn. Burrall Seconds. Motion carries unanimously. Meeting adjourned at 10:40pm EDT.

## **Rank certification proposal:**

The Board reaffirms that it would like the President to move forward with implementing a Rank Certification system. The implementation of such a system is considered a high priority. Given the length of time that has passed since this was originally approved and numerous possibly conflicting discussions that have occurred since about how such a system should be implemented, the Board gives this guidance on priorities for such a system:

1. It should be merit-based with the primary qualification being the rating a member has achieved in the AGA rating system.
2. To be conservative, the system may include additional merit qualifications. These should be readily understandable and calculable by the member (e.g. need to win three more tournament games at this rating). Additional qualifications should not be overly onerous on members living in areas with limited access to tournament play. These qualifications can vary per rank, but only by being more conservative for higher ranks.
3. The system can extend into double-digit kyu ranks, but at a minimum should be available to 9 kyu and higher.
4. Some fees may be imposed (e.g. for ordering a high quality certificate suitable for framing), but the primary purpose is for recognition of achievement and not revenue generation.
5. If the member wishes to get additional validation for the certificate from a respected player of their choosing, certificates should allow for additional signatures to that effect. The AGA is not involved in what standards may be required for signature, qualifications of the signer, or of any fees involved.