

# **Minutes - American Go Association National Chapter Assembly August 6, 2004**

Meeting was called to order

## **1) Roll Call**

Todd Heidenreich, Arthur Lewis Go Club  
Jeff Shaevel, Austin Go Club  
Keith Arnold, Baltimore Go Club  
David Dinhofer, Binghamton Go Club  
Susan Howell, Colorado Go Association.  
Joe Carl, Cuyahoga Go Club  
Frank Berkenkotter, Davis/Sacramento Go Club  
Gregory Lefler, Empty Sky Go Club  
Mark Rubenstein, Evanston Go Club  
Feng Yun, Feng Yun Go School.  
Lawrence Gross, Go-for-Yu Go Club  
John Goon, Hillandale Go Club  
Larry Russ, Hoboken Go Club  
Chuck Robbins, Lancaster Go Club  
Wanda Metcalf, Massachusetts Go Association.  
Allan Abramson, NOVA Go Club  
Wren Chan, NY Metro High Go Alliance  
Ben Rister, Pittsburgh Go Association  
Glenn Peters, Portland go Club  
Rick Mott, Princeton Go Club.  
William Cobb, Richmond Go Club  
Todd Heidenreich, Rockville Chess and Go Group  
Steve Burrall, San Francisco Go Club  
John Hogan, Seattle Go Center  
Jean G., De Maiffe, Sunnyvale Go Club.  
Steve Stringfellow, Tacoma Go Club  
Paul Celmer, Triangle Go Group  
David Whiteside, Ventura County Go Club  
Bill Saltman, Western Mass. Go Club  
John Stephenson, Wings Across Calm Water.  
Cleveland Go Club

31 Chapters (Todd H. listed for two separate ones) out of  
108 Chapters listed; 25 out of 52 voters; 1/4 of voting strength is present

Comments of Chris Kirschner, President: Democracy is messy. Those who believe, work to keep it. People are nothing; the process is everything. Many were

injured in the events of the past year, but the process held. My current goal is to provide an orderly transition process.

Mike Lash was briefly introduced as the new president.

## 2) Approval of Minutes:

Moved / seconded by Keith Arnold/Steve Stringfellow to accept the minutes.  
Accepted without dissent.

## 3) Report of Board to Assembly.

De Maiffe moved to accept; Willard Haynes seconded.

Allan Abramson: My new goal is to double membership within five years.

Allan will continue as new chair.

Elections gave us winners to appoint to the resigned positions of Jon Boley and Dave Weimer: Mike Bull and William Cobb.

Lee Anne Bowie accepted the position of Secretary and was approved by the board.

## 4) Other Reports: Treasurer's Report

There was a decrease in spending as the Ing Funds arrived late,

The 2003 Congress was outrageously successful financially

AGA gets half the profit; the other half goes to the sponsoring chapter.

Chapter share is held as liability on the Aga books.

Terry presented balance sheet for 2004.

Ben will redesign accounting system.

Moved/seconded by Rick Mott/Steve Stringfellow to accept the treasurer's report.

Q. Any attention paid to investment of funds in interest bearing account?

Allan: There will be a quarterly statement from now on. The reserve is so large, there are questions about reinvestment to increase the returns. Allan will explore higher returns with Ben and others.

Fiscal year begins on March 1, 2005.

Mike Lash: This is shifted forward to end May 31, 2005. Report due July 1, 2005

Projecting drop of \$21k and Ing budget was overspent by \$1600.

Clarifying now in 2005. There will be a special interim fiscal year of 3 months, so that the Fiscal 2006 will begin June 1, 2005.

## 5) Other Reports: Membership:

Neither committee member is present, but the Congress put us over 2,000.

Rick Mott: \$25k is allocated for membership development.

Find a National Magazine and run ads

Roy Laird: Beef up renewal process.

Allan: We need to generate ideas and support local activities to increase membership.

Handout: Education committee has a brochure, a general letter for the principal and a letter for parents that can be handed out for outreach.

Philip: The journal costs are exorbitant. Please consider adjusting the cost.

Q. Budget says "for member services". What are member services?

The ejournal is one of the member services.

Chris Garlock needs to take a look at this.

## 6) Other Reports: Ing Grant Management:

Things were too uneven last year. There was a general lack of tracking and lack of interest. Not certain what to expect from Ing, but hopeful.

## 7) By-Laws Changes (proposed)

Keith Arnold, Chair of Governance Committee

Chapter voting: Rick Mott has something that might work.  
Also there are a variety of issues.

6A Mike Lash drafted changes. By-Laws are inadequate and unclear as is.

Third bullet: "Executive Vice-President"--This provides a clear line of authority.  
The board can direct the Executive VP to take the reins if necessary.

We can stagger the Secretary and Treasurer.  
"Regional Director" not "Vice-President"

New Language on P.12: Sect A. This lays out Board authority.  
"An appointment approved by 2/3 majority" [2/3 of 7 is 5]

"Removal also 2/3 majority"

The board will have the authority for immediate removal of an appointee.

P14 D Board can appoint persons to non-corporate positions with or without compensation.

P. 13 #4: We need to clarify and say "board may do it" and "president may do it" as appropriate. The consent of the board is required for appointment.

Allan: "notification required"

Sam: We need such flexibility.

What is "temporary"?

The president does not sign contracts

The president and the board look for and okay a choice.

These by-laws changes will be submitted to chapters before the vote.

The committee wants direction to insert the changes and put to vote of the membership in time for the next election.

Q. What is the process to put things to members?

Governance would do so as asked by chapters, board and would check for conflicts with existing by-laws.

This requires 2/3 of the individual member votes cast.

P16 #3: All serve at the pleasure of the board: 2/3 majority required to remove. A discussion on replacement ensued.

Q. What is the difference between powers and authority?

P21, Sect E limits what the president may and may not do.

President makes no corporate decisions.

President is responsible for daily business.

P29 F #1 Assets change in fiscal year by May 31.

P32 Resolving conflicts of authority written.

Ranking of authority is in conflict.

Steve Stringfellow moved, Rick Mott seconded to accept the report.

Continued discussion:

Keith: The term should begin sooner—do away with a lame duck. Term should start the

Tuesday after Labor Day.

Terry: That's too long; it should be instantaneous.

Mike: What about the transition period.. Need to "shorten or eliminate" the lame duck period.

Terry: Eliminate waiting period.

Show of hands re: instantaneous replacement versus 30 days or less resulted in about 2 to 1 in favor of instantaneous.

#2. Regional Directors must live in their region and step down if they move. "Temporarily" living elsewhere does not count.

#3 Requirements: 18 years old; full AGA member; has read the bylaws.  
Opinion: A Director should be US citizen  
Opposition feels vehemently that legal residents should be eligible.

Q. Why is it a concern?

It is a matter of control; keeping it United States American Go Association

Lang Ziao Liu: A loyalty pledge is required for citizenship. "Loyalty" should be required for the AGA.

Lee: Consider the policy of diplomatic reciprocity. Restriction is unnecessary.

Allan: We should encourage inclusion.

Chuck: If active in American Go, they should be allowed .

Terry: Terrible taste to restricting it to citizens only.

Chris K: There are other ways to deal with it.

#4. Quorum: The way to protect a person from the majority. It must be four. Something with a 4-3 vote passes. Three members can put an "emergency delay" or "action deferred". Thirty days to create discussion before something can be put into effect. Only one delay per issue.

Terry: This is overkill.

Mike: This would prevent a runaway train.

Jeff: This is for regular board business; far less likely for there to be a runaway train.

Summary: possible issue, but use other mechanisms. There were nods around the room, so they will look at other ideas.

#5. Recall Procedures:

Too easy to recall under current bylaws. If six chapters say go, it requires 60% vote.

The chapters must have five full members. The votes total should be sixty.

No procedure for this. Simply file with the secretary and recall vote must not take place before 30 days have passed, and no later than 60 days.

Petitions can be withdrawn and the clock stops if less than 6 chapters remain.

Cause for recall: Malfeasance or dereliction of duty: this is not defined. That would allow for a political situation.

Suggestion: Drop that phrase and use “for cause.” 60% must support it.

60% would be a national vote. Should be double that. New York law says it should be.

Region should be 60% against you  
National should be 60% against you.

Allan: Overall this is excellent work.

We need to express the number of chapters as a percent, so that as we grow beyond 100 chapters, the language won't need to be changed: 4% of members and 6% of chapters.

Q: A petition requires 30 people? (Six 5-member chapters.)

Mike Lash: Recall is meant to deal with extreme situations. This should be easy to get if a recall is needed.

David Whiteside: Why 5+ members?

Keith: Better to predict percentages.

Glenn Peters: % of the population is sufficient.

Keith: Like two tests: chapter and population

**8) Role of the National Assembly**—Board said it was low priority; did not get to it.

Terry: What makes it worthwhile to be here?

Keith: What power do we have? Very vague about stopping something in the Articles of Corporation.

Chris: Last year assembly passed resolution re procedure to change bylaws. How should assembly interact with the board etc.

Assembly is more representative of the membership than the board and should have powers.

Terry: Others approve budget

Perhaps rules should belong to the Assembly.

**9) Komi Changes**

Statistics: Black wins 54% to white's 46% with 5.5 komi; Black wins 49% to white's 51% with 7.5 komi. The .5 is statistically insignificant.

Fred moved, Keith seconded to adopt 7.5 komi for AGA for next year. Bill Cobb called for the question.

The motion passed unopposed.

10) Structural relationship between Board and Executive: no discussion; no motion.

## 11) Voting Procedure Report.

AGA should use internet voting. We joined to interact. We cannot have face-to-face without strong chapters.

Supporters of direct vote say.

- a. Lots don't belong to clubs
- b. Many clubs cannot reach five voters to have a vote

Committee Recommendations:

- c. Majority: Change voting to indicate # of full, lifetime and youth members.
- d. Focused analysis: Make chapters function as true democracy representative; takes services, journals, policy to them

Proposal: All chapters have one vote. Peak is in 5-9 members.

Reward Recruitment:

1-4 members	– 1 vote
5-9 members	– 2 votes
10-19 members	– 3 votes
20-29 members	– 4 votes
30 and up	– 5 votes

All kinds of compromises are possible.

Suggestion: Voluntary direct vote. Have member check-off box while renewing.

Mark's Proposal p 54

Some version of weighted vote makes sense.

At-large elected by all

Taper off with size of chapter

Do not reward service with votes

Four key issues on p.55

Straw votes

1. chapter rep not service 8 for; 17 against; 6 abstentions.
2. Voting for one: 9; more than one 17; 2 abstentions  
Is two enough: 10 for  
Three enough: 19 for  
Four enough: 12 for
3. In favor of small: 19 to 6
4. Cap on # of votes yes 9; no 12
5. Sliding scale for chapters: For 18; against 5; abstain 3
6. Direct vote for all: For 4; against 18; abstain 5

## 12) AGA—APGA cooperation

Draft policy discussion:

John Stephenson: APGA refused to help develop policy.

Strong players say it is not appropriate to have foreign association be the defining entity.

If tournament sponsors provide money, the sponsors dictate; if not, we do. As a first step, this is an excellent beginning.

Allan requests reactions to the statement within the next month.

## 13) Introduction of President: Mike Lash--Cleveland

Mike intends to have a president's column in the ejournal. He had been overseas for ten years, so he has lots of international experience in civil service. He has traveled the world. About four years ago he joined the committee. He is the government's real estate agent.

Mike's Thoughts: Plan to lead and manage AGA as an organization. He has good organizational skills, and he is happy to delegate. He sees his job as managing resources-- people. The organization chart needs a fresh look, and he wishes to channel his energies. He has two 5-10 year plans. Board makes policy and wishes to generate ideas.

Mike sees Chapters as entry for service. He wishes to better define chapter. He wants to strengthen the relationship between chapters and members, and encourage networking between chapters. He wants to encourage competition and establish "state championship" for each state; the winner of each state would go to the national. To participate would require membership in AGA. He wishes to improve international ties and pro relationships.

In conclusion, Mike feels these are exciting times for the AGA.

## 14) Approval of Congress 2005 proposal.

Second week of August 8-6 to 8-14 in Tacoma, Washington. Luxury dorm rooms available. Cost would be similar to Houston. There are 4-star hotels 20 minutes away and the airport is 50 minutes away. Playing area available until 11.

Keith moved to approve; Jean de Maiffe seconded. All in favor.

## 15) 2006 Congress Proposal:

Lancaster, Sam Zimmerman

N. Carolina, Paul Celmer\* \*promises commitment by 8-31-04—maybe mountains

Thanks to Bob Barber for being on deck two years ahead!

Mark Rubenstein: Congress profits should go to subsidize housing to provide higher level of comfort.

Sam: Money goes for scholarships and Go Camps

Roy: Some surplus needed to guard against loss in future.

Keith: Expensive Congress but nice, therefore people will pay. Maybe we should have family discounts? And scholarships?

Quad occupancy: love to have scholarships

Roland: Disability program provides scholarship for first time attendees.

Chris: Tried hard for mixed costs; it's not easy.

Mark: Bad beds in dorms—I want comfort

16) Meeting adjourned by acclamation.