

Eastern Massachusetts Soccer Officials' Association

Minutes of 2021 Annual Business Meeting

Sunday, January 30, 2022

Virtual Meeting on Zoom

Present:

Executive Board: David Roth, Frederick Rich, Fred A. Corey, Larry Caldwell, Jim Livingston, Colm Desmond, Tom Fletcher, Roger Stone, Ed Rae, Tom Stagliano, Tim Butler, Cheryl Welsh and Jeff Cooper

Chapter Officers & Delegates:

(South) Maynard Sangster, Randy Ellis, Luis Reis, Ken Moore, Jeff Kearney, Johannes Souza, Dennis Lyons, Bill McGowan, Jack Mitchell, Aggie Coleman

(West) Wayne Brown, Charles Mahoney, John Schoenthaler, Peter DeNatale, Ben Galvani, Chris Browne, Doug Coutts, Andrew Levin and Rich Oasis

(North) Ric Beaudoin, Daniel Trepanier, Marty Manuelian, Joe Farragher, Peter Loges, Aldo Tramontozzi, Allan Hale, Joe Gill, Bruce ackey, Peter Silverman and Kory McGilvray

Absent

Executive Board: Sandro Araujo, Mike Pelletier and Kevin Canty,

Chapter Officers & Delegates:

(South) Juan Aguilar and Mike Kelley

(West) Dennis Alves, Ken Milne, Paul Levy, Jon Hayden and Joe Merullo

(North) Julien Dorvil

The meeting was called to order by Vice President David Roth at 2:33 pm.

REPORT OF THE VICE PRESIDENT – David Roth reported that he was leading the meeting because President Jim Quinn was in the hospital following surgery two days before the meeting.

ROLL CALL OF THE DELEGATE & Officers – The delegates and officers responded to the roll call as shown above.

MINUTES OF ANNUAL BUSINESS MEETING on Sunday, January 30, 2021 –

The minutes were accepted by unanimous vote.

ELECTION OF OFFICERS

EMSOA PRESIDENT: The Executive Board nominated David Roth for the term from 2022 through 2023. There were no nominates from the delegates. David Roth was elected by unanimous consent.

EMSOA VICE PRESIDENT: The Executive Board nominated Richard Beaudoin for the term from 2022 through 2023. There were no nominates from the delegates. Richard Beaudoin was elected by unanimous consent. Ric Beaudoin abstained.

DIRECTOR OF DEVELOPMENT – WEST: The Executive Board nominated Jim Livingston for the term from 2022 through 2024. There were no nominates from the delegates. Jim Livingston was elected by unanimous consent.

EMSOA INTERPRETER’S REPORT: Fred Corey

In the past two years, approximately 100 new members were brought in. In addition, a few people who attended the EMSOA new member course became members of other SOA’s. The new member course has been a virtual 8-hour class followed by an online exam. The next new member class will be held sometime in April. Starting this year, the patch to be worn on the uniform will be valid for only one year. The patch will be given only to those who meet the requirements for re-certification.

MEMBERSHIP REPORT: Frederick Rich

As of	01-Jan-22	01-Jan-21	01-Jan-20	01-Jan-19	01-Jan-18	01-Jan-17	01-Jan-16
Active Members	478	399	541	560	552	586	592
Inactive Members	44	150	33	34	34	45	33
Total Membership	522	549	574	594	586	633	627
Retired Life Members	64	61	56	48	38	36	33

For 2021

New Member	51
New Life Members	8

There was some discussion about the long-term decline in membership. It was suggested that more emphasis should be made on retention.

REPORT OF THE TREASURER: Frederick Rich – Graphs and a numerical summary is shown in the attachment section of the minutes. The income for the 2021 and 2022 financial years are unusual due to COVID. We ended the 2021 financial year as of December 31, 2021

but allowed members to pay dues without a late fee up to January 31, 2022. As a result, dues that normally is paid in December was paid in January this past year.

COMMITTEE REPORTS:

Directors of Referee Development – North: Mike Pelletier was absent but he submitted a report that showed 28 games observed, each with 2-referees. That resulted in 56 referees given a verbal report at the end of the game and a written report later.

Directors of Referee Development – West: Jim Livingston reported that the number of observations was significantly down from the previous year. A major factor was difficulty obtaining referees' schedule from Arbiter. After working with Bill Carey, the problem should be resolved for the coming year.

Directors of Referee Development – South: Larry Caldwell reported that there was a small number of observations due to his unfamiliarity with the system. Those problems should be resolved for the coming year.

Judiciary Committee: Kevin Canty was absent. In his place, Ric Beaudoin reported that the committee had one major case to deal with. Before dealing with this case, the committee change the description of the procedure for the committee to follow with the aid of an attorney. The change was made for clarity and for fairness to the member under investigation. The result was that the committee recommended to the Executive Board that the member be removed from membership. The Executive Board agree and the person is no longer a member.

FINANCIAL OVERSIGHT AND AUDIT COMMITTEE: Roger Stone gave a brief summary of the financial controls of EMSOA. The controls are more clearly defined and comprehensive than 12 years ago. However, the best of controls are only as good as the character of the Treasurer and EMSOA has a Treasurer with very good character. While the cash on hand is an important asset, the most important asset of EMSOA is the membership. The insurance coverage provide liability coverage for members actions at the venue, for liability of directors and officers and for out-of-pocket medical expenses due to injury on the field.

APPEALS COMMITTEE: Cheryl Welsh reported that the committee received 14 appeals. All the appeals were approved. With the By Law changes to be considered later in this meeting, members will find it harder to have an appeal approved. Members will be held to a higher level of accountability.

MIAA REPRESENTATIVE: MIAA considered the new post season format to be a success and the new format will be used in future years. The was at least one post season game with officials who never worked a 3-man system before and they had trouble handling the game.

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MISOA REPRESENTATIVE: Tom Stagliano mentioned that there was not been a Hall of Fame nominee from EMSOA for the past 3 years. EMSOA can now nominate 3 of its members. Tom also mentioned that MISOA is working toward becoming incorporated and getting non-profit status with the IRS. MISOA has developed a patch for referees working post-season games.

COMMUNICATIONS: MIAA award Scott Christensen and Daniel Murphy soccer officials of the year. Eastern Massachusetts Boys Soccer Coaches Association awarded Musanda JP Lukengo and Mike Gulla soccer officials of the year. As of the date of the meeting, MIAA is taking nominations for 2021-2022 Soccer Official of the Year

UNFINISHED BUSINESS: None

NEW BUSINESS:

BY LAW CHANGES

Early in 2022, a membership committee was formed to investigate changes to the By Laws that could make the expectations for members to be considered as being in “good standing.” The recommendations were accepted by Jim Quinn and further refined with the help of David Roth. The changes were presented to the delegates. All the changes were accepted with a few minor changes. The changes are in the attachment to this report. (1:00:22)

ADJOURNMENT

The meeting was adjourned *sine die* at 4:33 pm.

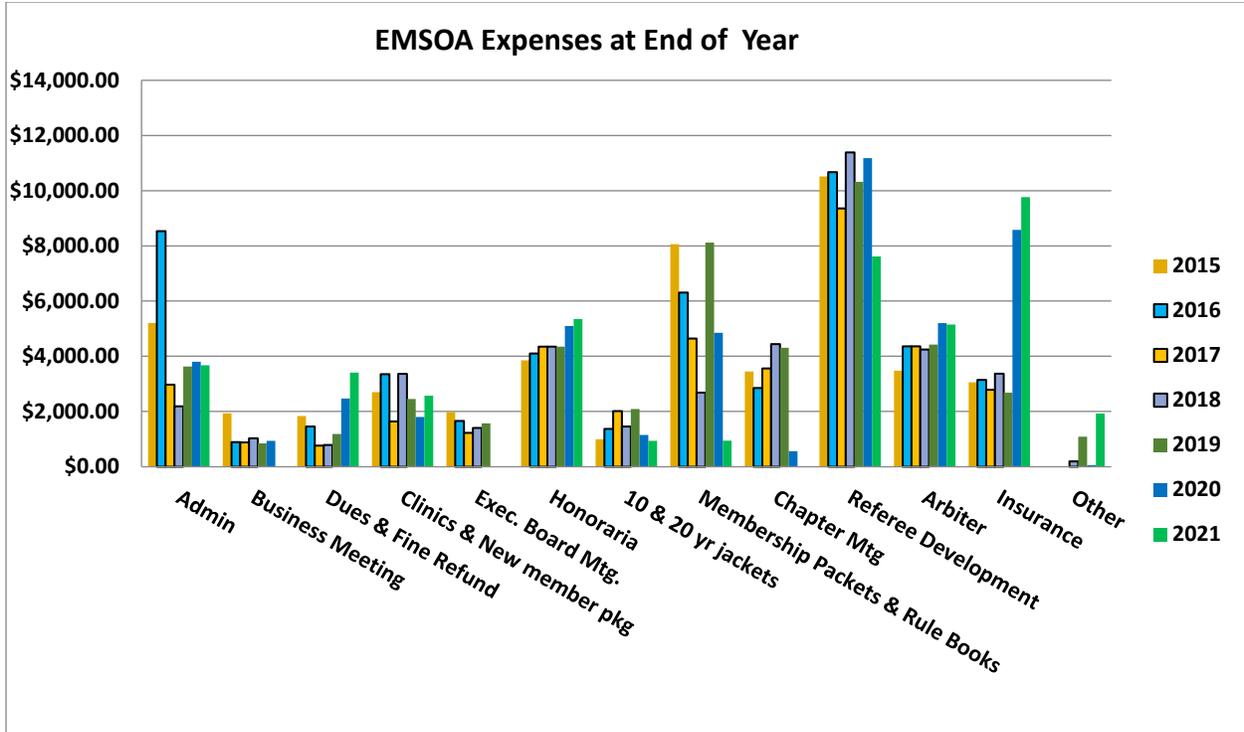
I attest that these minutes represent a reasonably faithful record of the transactions of the Annual Business Meeting of EMSOA for 2021.

Frederick Rich, EMSOA Secretary/Treasurer

ATTACHMENTS

Treasurer's Report

2021 Annual EMSOA Business Meeting



Financial Report (cash) as of	12/31/2021	12/31/2020	10/31/2019
Cumulative Income			
Dues	\$45,959	\$21,562	\$35,168
Clinics	\$8,957	\$5,213	\$6,634
Fines	\$682	\$1,176	\$672
Other	\$2,964	\$446	\$1,062
Total Income	\$58,561	\$28,397	\$43,536

Cumulative Expenses			
Admin	\$3,676	\$3,798	\$3,629
Business Meeting	\$0	\$937	\$842
Dues Refund	\$2,107	\$2,469	\$1,182
Fine Refund	\$1,303	\$0	\$0
Clinic	\$2,574	\$1,800	\$2,448
Exec. Board Meetings	\$0	\$0	\$1,568
Honoraria	\$5,350	\$5,100	\$4,350
10 & 20 yr Jackets & awards	\$937	\$1,147	\$2,087
Membership Packets (ex Rule Books)	\$0	\$1,250	\$1,927
Chapter Meetings			\$4,309
North	\$0	\$0	
West	\$0	\$560	

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South	\$0	\$0	
Referee Development	\$7,618	\$11,181	\$10,320
Arbiter	\$5,150	\$5,204	\$4,422
Insurance	\$9,770	\$8,578	\$2,680
Donations & Other	\$413	\$50	\$950
Rulebooks	\$942	\$3,600	\$6,193
Recruitment	\$0	\$0	\$137
Indv NASO Membership	\$1,512	\$0	\$0
Total Expenses	\$41,351.27	\$45,672	\$47,044
Income minus Expenses	\$17,210	(\$17,275)	(\$3,509)
Year-end cash Balance	\$53,602	\$35,334	\$50,145

BY LAW CHANGES

Color coding:

~~Strikethrough~~ indicates text to be removed

Blue highlight is use to show proposed changes.

Red text is used for rationale of proposed changes

Article I, Section I Name and Purpose

A. The name of this organization is the Eastern Massachusetts Soccer Officials' Association Incorporated, hereafter referred to as the EMSOA. EMSOA is a Membership Organization and a Massachusetts Non-Profit Corporation organized under duly organized under MGL Chapter 156B. EMSOA is recognized as a 501(c) 6 organization by the U.S. Internal Revenue Service (IRS). EMSOA is an associate of Massachusetts Interscholastic Soccer Officials Association (MISOA)

B. The purpose of the organization is:

1. To provide trained and capable officials to referee soccer matches at Massachusetts Interscholastic Athletic Association (MIAA) member schools under the rules of the National Federation of High Schools (NFHS) with modifications made by MIAA
2. To promote the uniform interpretation and administration of the NFHS rules of soccer by all member officials.
3. To promote, develop and improve, in general, the game of high school soccer.
4. ~~To collaborate with Massachusetts Interscholastic Soccer Officials Association (MISOA), other soccer associations, coaches, officials, etc. for the advancement of the game of high school soccer.~~

Rationale

Paragraph A: The added text defines EMSOA in a more specific manner.

Paragraph B: The present By Laws do not include NFHS in the Purpose. The changed text makes a clear distinction between NFHS/MIAA rules and USSF/IFAB rules. For additional clarity, the phrase “high school” has been added. The order of the purpose has been changed to make the most important function of EMSOA the first item. The connection between EMSOA and MISOA does not belong in the purpose of EMSOA.

ARTICLE II, Section I

- A. Regular membership is open to anyone 18 years of age as of September 1st of the year for which membership is sought. All new applicants for membership, excepting those who seek membership under Paragraphs ~~H, I and J~~ **G, H, I** (following) will be required to attend a ~~12-~~**8-**hour course of instruction (over a period of not less than three days), take and pass a written examination (passing grade of 80%), and participate in a field trial, as available. The Judiciary Committee must approve all elements of these requirements.

Rationale

The correct letters are used for following paragraphs. Since we only do an 8- hour course, that is what the bylaws should say.

ARTICLE II, Section I

- B. Dues for the next fiscal year shall be payable annually on or before December 1st of the current year; this insures membership for the following season. If dues are NOT paid by January 1st, a ~~penalty fee of \$20.00~~ **a late fee** will be assessed over and above the regular dues. **The amount of the late fee will be set by the Executive Board and the amount will be posted on the EMSOA website.** If dues are NOT paid by March 1st **OF THE FOLLOWING YEAR, THEN EXPULSION WILL BE RECOMMENDED.** ~~the member will be suspended.~~ **If the issue is corrected, the member will again be in Good Standing, but if it is not, the member will be recommended for expulsion. See Section III below for important definitions.**

Rationale

To allow flexibility in the amount of the fine so that bylaw changes will not be needed. The fine is presently \$20, but that can more easily be changed. We should be using suspension instead of the threat of expulsion to encourage compliance with the bylaws.

ARTICLE II, Section I

- I. An official seeking membership who can show evidence from a legitimate (non-high school) soccer association of advanced membership (e.g., NISOA or USSF) ~~7 or 6 or higher or USSF 8 who have been the center referee in 20 or more U14 and above games~~ **7 or 6 or higher or USSF 8** may attain membership by attending a minimum 3-hour course of study and passing a written examination (passing grade of 80%) and participate in a field trial, as available. The focus of the course will be **NFHS and MIAA** rules and the dual system. The candidate must pay all applicable dues and testing fees. All of the above requirements must be met by the last day of August. All clinics will be approved by the Judiciary Committee and announced in advance. Determination of advanced membership **under this paragraph** will be made by the Judiciary Committee based on the experience level of the candidate for membership. **A waiver from some or all of these requirements can be obtained by written request to the Executive Board. The Executive Board will decide on the appropriate requirements after consultation with the Interpreters and the Judiciary Committee. The decision of the Executive Board will be final.**

Rationale

USSF 6 -8 no longer exist. The waiver addition ends “tying our own hands.” The Executive Board can rule on individual situations that are not cookie cutter.

ARTICLE II, Section II

A. Active Membership ~~in this association is defined under Article II Section I Part A.~~ is in Good Standing if he/she has met all requirements for being a member. Only Active Members in Good Standing are eligible to referee school soccer games. A member who does not meet requirements will be suspended until the issues have been corrected. Suspended members SHOULD NOT be offered and CANNOT accept games.

Rationale

The addition reflects the work of the Membership Committee. It better defines what it means to be a member in Good Standing.

ARTICLE II, Section III

A. Failure to pay dues.

1. ~~Members will receive notice of non-payment of annual dues after December 31st of each season. A second notice will be sent after the following February 1st. Failure to respond, in writing, will result in termination of membership and does not require further notice.~~

B. Failure to attend Mandatory Interpretation Meeting and/or regular Chapter Meetings.

C. Willful and deliberate breach of articles listed in the EMSOA Code of Ethics.

D. Notification

1. ~~Any member proposed for expulsion will receive advance written notice stating reason for the proposed expulsion (except for failure to pay dues, III.A.1). Said member will have an opportunity to contest the proposed expulsion in writing or in person, to the Appeals Committee. If the expulsion is appealed, a final written notice of the Committee's decision will be sent to the said member.~~

A. New Members must

1. Attend new member certification clinic in its entirety
2. Take and pass the certification test with a passing score of at least 80%.
3. Complete payment of course fee, dues, etc. with Secretary/ Treasurer
4. Meet annual certification requirement as listed in Article II, Section III, Para. C, except for Para. C.2. Attendance at the Rules Interpretation meeting is recommended, but not required.

B. Transfer and Advanced Experience New Members: see Article II, Section I, Para. I above.

C. Member's Annual Recertification Requirements

1. Pay dues by December 31.
2. Attend one session of the Rules Interpretation Meetings in its entirety

3. Take and pass any required NFHS or CDC sponsored course, such as concussion course on-line. Print and bring the certificate to all games.

4. Every member will take a refresher test and must have a passing score.

5. Register with the MIAA (this includes a Background Check every three years).

D. Code of Ethics: Members are expected to abide by the EMSOA Code of Ethics. Willful and deliberate breach of the articles will lead to suspension or expulsion

E. Notification: Any member proposed for suspension or expulsion will receive written notice stating the reason for the proposed action. Said member will have an opportunity to contest the action in writing or in person, to the Appeals Committee. The notice from the member to contest the action must be sent within 30 days of the date of the notice of suspension or expulsion. If the action is appealed, a final written notice of the Appeals Committee's decision will be sent to the member.

Rationale

Replace A-D with the sections from the Membership Committee.

ARTICLE III, Section I

F. Only ~~active~~ members in Good Standing are eligible to hold office. Any vacancy of an office elected by the Annual Business Meeting which occurs during the year may be filled by the President until the next meeting of the Executive Board. At the next Executive Board meeting, the Board shall fill the position until the next Annual Business Meeting. The Annual Business Meeting shall fill the position for the remainder of the term of office

Rationale:

Active members are defined as members who referee games during the season. There is no justification for exclusion a member from being an officer who has meet all requirement except refereeing games.

ARTICLE III, Section II

B. The Board of Directors shall **meet** at least once per year and more often as necessary. A quorum shall consist of a simple majority.

Rationale: Correction of a typing error.

ARTICLE III, Section VI

C. Every active member is REQUIRED TO ATTEND TWO (2) MEETINGS each year as follows.

1. All members ARE REQUIRED to attend a mandatory Rules Interpretation Meeting held at various dates and locations at the beginning of the high school soccer season.

~~a. An active member may be excused from attending the Rule Interpretation Meeting if the member provides a written explanation to the Secretary/ Treasurer explaining why the~~

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member is unable to attend any of the sessions. The excuse must be received not later than 10 days after the last session of the Rules Interpretation Meeting. The excused member must certify in writing that he/she has read all educational materials posted on the EMSOA web site related to NFHS and MIAA rules and the review of current procedures and points of emphasis for the upcoming season.

- b. An active member who does not attend the Rules Interpretation Meeting and has not been excused will be required to pay a fine of one varsity fee plus read all educational materials posted on the EMSOA web site related to NFHS and MIAA rules and the review of current procedures and points of emphasis for the upcoming season. The Secretary/Treasurer will send a written notice of these requirements to the unexcused members not sooner than 10 days and not later than 15 days after the last session of the Rules Interpretation Meeting.
- c. If the unexcused member has not paid the fine and stated that he/she has read the material by 25 days after the last session of the Rules Interpretation Meeting. The Secretary/Treasurer will inform all EMSOA assignors that the member is in violation of the Bylaws, should not be assigned to postseason games and may be subject to removal from membership.
- d. If the unexcused member has not paid the fine and stated that he/she has read the material by 35 days after the last session of the Rules Interpretation Meeting. The Secretary/Treasurer shall recommend to the Executive Board at its next meeting, that the member be removed from membership. If the Executive Board does remove the member from membership, the Secretary/Treasurer will promptly inform him/her that he/she is no longer a member.
- e. The former member may petition the Appeals Committee to be reinstated due to such reasons as the former member provides to the Appeals Committee. If the Appeals Committee grants the appeal and the former member pays the fine, the Appeals Committee will recommend to the Executive Board that the former member be re-instated to membership.
- f. Members will be allowed to be excused from the Rules Interpretation Meeting for three (3) years in any five (5) year period. After the third excused absence in a five-year period, the Secretary/ Treasurer will provide in writing a notice that the member cannot be excused again within the five-year period unless granted a waiver by the Executive Board.

A member who does not attend an Interpretation meeting will be suspended from membership. Suspended members cannot be offered or accept games. The suspension can be delayed if the member files an appeal. The Appeals Committee will recommend to the Executive Board that the member be excused, be fined an amount of one varsity fee, or be suspended. The Executive Board will act on this recommendation in a timely manner and notify the member of the outcome.

ARTICLE III, Section X

- E. Members who have been expelled and failed for failure to pay dues or for failure to attend required meetings and who were not successful in the appeal process may be reinstated ONLY by taking the annual examination and paying back dues and penalties.

Rationale: This excludes a former member who was removed for other causes from returning to membership under this provision.

ARTICLE V, Section I

- A. Except as the Executive Board may generally, or in particular cases, authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts, and other obligations **in excess of \$1,000** made, accepted or endorsed by the organization shall be signed by the PRESIDENT, VICEPRESIDENT, or SECRETARY/TREASURER. ~~Any financial obligation over \$1,000 requires the signature of two of the three specified officers.~~
- B. **Before any financial obligation in excess of \$1,000 is executed, the executing official shall notify the PRESIDENT, VICE-PRESIDENT and SECRETARY/TREASURER at least 48 hours before the planned execution. If one of these officers objects to the execution, the execution shall not proceed until approved by the Board of Directors or the Executive Board**

Rationale

The \$1,000 check limit is an obstacle to the smooth function of EMSOA finances. It makes two assumptions which are not true. First, it assumes that all payments are done by check. This was true several years ago but is no longer true. Some payments are done by credit card and other payments are done by electronic transfer of funds. Neither of these are done with a signature. Second, it assumes that the transfer of the check from one officer to the second officer will be done within a day or two. Since the EMSOA members including officers who are spread out over Eastern Massachusetts, transfer of a paper check has to be done by US Mail which can add a week or more to the transfer of the check to a vendor.
