

Eastern Massachusetts Soccer Officials' Association

Minutes of 2020 Annual Business Meeting

Sunday, January 31, 2021

Virtual Meeting on Zoom

Present:

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

Chapter Officers & Delegates:

(South) Maynard Sangster, Juan Aguilar, Larry Caldwell, Aggie Coleman, Rich Dargon, Jeff Kearney, Ken Moore, Luis Reis and Johannes Souza

(West) Doug Coutts, Peter DeNatale, Ben Galvani, Paul Levy, Charles Mahoney, Richard Oasis, John Schoenthaler

(North) Ric Beaudoin, Alan Hale, Mark Bisognano, Mike Champagne, Fred M. Corey, Joe Gill, Steve Leahy, Bruce Mackey, Martin Manuelian, Kory McGilvray and Aldo Tramontozzi

Absent

Executive Board: Walter Mortimer, Mike Pelletier and Sandro Araujo

Chapter Officers & Delegates:

(South) Randy Ellis and Fran Doyle

(West) Wayne Brown, Bill Carey, Jeff Kearney, Daniel Murphy, Cara Pember and Leah Murphy

(North) Dan Favreau

The meeting was called to order by President Jim Quinn at 1:36 pm.

MINUTES OF ANNUAL BUSINESS MEETING on Sunday, January 25, 2020 –.

The minutes were accepted by unanimous vote.

REPORT OF THE PRESIDENT – Jim Quinn reported that the COVID virus had changed the entire high school sports program. He thanked the members of the Executive Board as well as all of the members for working hard to make the “unusual” Fall 2020 season work. The existence of modern technology (including the internet, smart phones and

Zoom) were helpful and making the work of EMSOA possible. Some of the changes made this past year may become permanent.

MINUTES OF ANNUAL BUSINESS MEETING on Sunday, January 26, 2020 – The minutes had been sent to all Executive Board members and Delegates prior to this meeting. The minutes were accepted by unanimous consent.

ELECTION OF OFFICERS

EMSOA INTERPRETER: The Executive Board nominated Fred A. Corey for the term from 2021 through 2023. There were no nominates from the delegates. Fred A. Corey was elected by unanimous consent.

EMSOA SECRETARY/TREASURER: The Executive Board nominated Frederick Rich for the term from 2021 through 2023. There were no nominates from the delegates. Frederick Rich was elected by unanimous consent.

DIRECTOR OF REFEREE DEVELOPMENT FOR THE NORTH AREA: The Executive Board nominated Michael Pelletier. There were no nominates from the delegates. Michael Pelletier was elected by unanimous consent.

DIRECTOR OF REFEREE DEVELOPMENT FOR THE SOUTH AREA: The Executive Board did not make a nomination. There were no nominations from the delegates. Article III, Section I, Para. D of the By Laws allow the EMSOA President to appoint someone to fill a vacancy until the next Business Meeting. The delegates approved of the President taking such an action when an appropriate person could be found, but there was not a formal vote on this action. There was a discussion about the requirements for the position and several names were mentioned as possible candidates. After some discussion, it was generally agreed that it would be a conflict of interest for an assignor to schools in the South area to fill this position. All those at the meeting expressed their appreciation for the work that Walter Mortimer had done in the position for many years.

EMSOA INTERPRETER'S REPORT: Fred A. Corey gave a brief report about the three sessions of his presentation of the Rules Interpretation Meeting using the ZOOM app to do a virtual meeting instead of in-person meetings. He also mentioned that he had run some new member training session using the virtual meeting app.

MEMBERSHIP REPORT: Frederick Rich presented the membership report. (See attachment). The number of members declined in 2020 from previous years. As shown in the report, this is a continuation of a trend that has been occurring for several years. Assignors have been complaining of not having enough referees available to the games needing referees.

This report prompted a very long discussion about how to recruit more members. At the end of the discussion, the EMSOA President thanked everyone for the ideas and said that the Executive Board would make recruiting a priority in 2021.

FINANCIAL REPORT: Roger Stone presented the financial report for 2020 (see attachment).

- (a) This year's report is slightly different than the report made to past Business Meetings. In the past, the report has been a Cash accounting system report. This year the report is an Accrual accounting system report. In a cash system, incoming and expenses are recognized on the date the funds taken in and expenses paid during the year regardless of the period that the income or expenses cover. In an accrual system, income received in the prior year for the operations of the current year are recognized only in the current year. Likewise, payments made in the prior year that cover operations in the current year are recognized only in the current year. For EMSOA, the only items that have been adjusted for the accrual system are dues and insurance as shown in the attached report.
- (b) Roger reminded those present that EMSOA is a 501 (c) 6 tax-exempt membership organization and is incorporated. That means that EMSOA is a legal "person." Because of the COVID pandemic, the EMSOA dues collection was down but due to careful management of expense, EMSOA has come through the year in good financial shape.
- (c) The most important asset of EMSOA is our membership. No one should use the membership list for personal gain.
- (d) The new liability insurance policy acquired this year improves the coverage for our members. Coverage of head injury is an important improvement over the previous policy.

JUDICIARY COMMITTEE REPORT: Kevin Canty reported that over the past year, the committee has developed a written procedure for how to handle complaints that a member or members have violated the By Laws or acted in an unethical manner. This procedure was developed with the aid of several members of the Executive Committee and an outside lawyer who helped develop the procedure without charging a fee.

APPEALS COMMITTEE REPORT: Cheryl Welsh reported that the committee handled multiple appeals of fines for not attending the Rules Interpretation meetings in the Fall. Due to the pandemic, the committee decided to grant all appeals with the following conditions (a) in the future, no member will work games who has not attended the Rules Interpretation meeting and (b) any member who works games but did not attend the Rules Interpretation meeting will be referred to the Executive Committee for possible removal from membership. Members who paid the fine before the committee decided to grant all appeals were given a re-fund of the fine.

REFEREE DEVELOPMENT PROGRAM: Jim Livingston reported that in the West area as many or more games and referees were observed and given feedback than in previous years. Mike Pelletier and Walter Mortimer were absent. As a result, there was no report for the North and South areas.

MISOA REPRESENTATIVE'S REPORT: Tom Stagliano reported that he has been elected President of MISOA. MISOA dealt with a group that wanted to break-away from one of the MISOA groups and form their own group. MISOA had to develop a procedure to handle this situation and to implement the procedure with the break-away group. MISOA also developed a policy that an assignor cannot be a member of the Executive Board of any of the groups in MISOA. MISOA has continued to obtain liability insurance with K&K or all the boards except EMSOA. In the coming year, MISOA will work toward becoming a corporation and a IRS recognized as an 502(c)5 organization.

MIAA REPRESENTATIVE'S REPORT: Ric Beaudoin reported that the MIAA soccer committee has recommended a modification of the NFHS rules for the Fall II (Spring 2021) season which is less restrictive than the Fall I (Fall 2020) modified rules and the MIAA Executive Committee has accepted the new modification.

NORTH CHAPTER PRESIDENT'S REPORT: Ric Beaudoin did not have much to report. Ric thanked the people who agreed to be delegates for this meeting. Ric hope to have in-person meeting in the Fall of 2021.

WEST CHAPTER PRESIDENT'S REPORT: In the absence of Wayne Brown, the report was skipped.

SOUTH CHAPTER PRESIDENT'S REPORT: Maynard Sangster reported that player, coaches and administrators were very pleased that referees were willing to work games in the Fall. There was one referee who had a medical emergency while on the field. The quick action by the Hanover trainer to perform CPR saved the referee's life and he will be back on the field next year.

Ric Beaudoin stated that he is looking for an organization to provide CPR classes to referees. If he is successful, he will have a notice sent out to all referees via the Aribiter mail system.

COMMUNICATIONS: None

UNFINISHED BUSINESS: None

NEW BUSINESS:

CHANGES TO BY LAWS: Full text as amended by meeting can be found in the attachment.

Below are the By Law section numbers and a summary of the discussion of each section.
(49:44)

Article III Section I Para G

It was proposed that the word “test” be changed to “new member test”. The proposed By Law change was **accepted** by unanimous consent with the wording change.

Article III Section II Para B

The original working stated that the Board of Directors would elect a Chairman. There was a discussion about why the EMSOA President is not automatically the Chairman. The wording was changed as shown in the attachment. After some discussion, it was decided to **table** this proposal and bring it back at next year’s Business Meeting. In the interim, the Executive Board can re-consider this proposal

Article III Section V Para A Sub 1

Ric Beaudoin objected to the last sentence that prevented members of the Judiciary Committee from also being elected officials. The sentence was withdrawn as a friendly motion. There was also concern about the members of the Judiciary Committee also being members of the Executive Board. Since this statement is in agreement with current practice, no change was made at this meeting. The proposed change was **accepted** by a vote of 26 in favor to 2 opposed. (1:33:25)

Article III Section V Para A Sub para 2

Roger Stone was asked if he was in favor of the change. He said he agreed with the change. The meeting **accepted** the change by unanimous consent.

Article III Section V Para B Sub Para 2

There was no discussion about this change. The meeting **accepted** the change by unanimous consent.

Article III Section V Para B Sub para 3

There was some discussion about whether this change was necessary. The main reason for this change was to add the “due process” phrase about attendance into the By Laws. The meeting **accepted** the change by unanimous consent.

2020 BUDGET

The Finance Committee requested that this item be tabled. The committee has not completed this task due to the illness of Wayne Brown. The committee will present a COVID and a non-COVID version of the 2020 budget to the next Executive Board meeting.

ADJOURNMENT

The meeting was adjourned *sine die* at 4:07 pm.

I attest that these minutes represent a reasonably faithful record of the transactions of the Annual Business Meeting of EMSOA for 2020.

Frederick Rich, EMSOA Secretary/Treasurer

ATTACHMENTS

Financial Report

January - December 2020
(accrual report)

Cumulative Income

2020 Dues collected in 2019	\$28,087
2020 Dues collected in 2020	\$8,729
2020 Dues refunds in 2019	(\$163)
2020 Dues refunds in 2020	(\$5,472)
Clinics	\$5,213
Fines	\$1,176
Other	\$446
Total Income	\$38,016

Cumulative Expenses

Admin	\$3,798
Business Meeting	\$937
Clinics & New Member Packages	\$1,800
Exec. Board Meetings	\$0
Honoraria	\$5,100
10 & 20 yr Jackets	\$1,147
Membership Packets	\$1,250
Chapter Meetings	
North	\$0
West	\$560
South	\$0
Referee Development	\$11,181
Arbiter	\$5,204
Insurance	
K&K Jan20-Sep20	\$1,898
Houston Sep20-Dec20	\$2,502

Donations & Other	\$50
Rulebooks	\$3,600
Recruitment	\$0
Total Expenses	\$39,026
Income minus Expenses	(\$1,009)

Membership Report

As of	1-Jan-21	1-Jan-20	01-Jan-19	01-Jan-18	01-Jan-17	01-Jan-16
Active Members	399	541	560	552	586	592
Inactive Members	150	33	34	34	45	33
Total Membership	549	574	594	586	633	627
Retired Life Members	61	56	48	38	36	33

Changes to E.M.S.O.A. By-Laws

(Changes made by the meeting are shown in red.)

Article III Section I Para G

Original - The INTERPRETER shall be paid an annual stipend for services rendered. The amount of payment may be changed from time to time as recommended by the Executive Board and voted by the delegates at the Annual Business Meeting.

Proposed change - Adding on to this:

The INTERPRETER or CLINIC INSTRUCTOR shall administer the **new member** test. The test should come from the INTERPRETER and be the only one used by any clinicians regardless of location.

ACCEPTED

Article III Section II Para B

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

Proposed Change -

The Board of Directors shall meet at least once per year and more often as necessary. The **President will be the Chairperson of the Board of Directors, If the President is not available, the Board of Directors** shall elect a Chairman among them who shall serve as the Association's Chief Executive Officer and may act on any matter at the direction of the majority the Board of Directors, at any time.

TABLED

Article III Section V Para A Sub 1

Original - Judiciary Committee: Members shall be appointed to a two-year term. Each Chapter must be represented. The Judiciary Committee will have five (5) members. Where possible, the two-year terms shall be staggered.

Proposed Change - Judiciary Committee: The Judiciary Committee shall have six (6) members. Members shall be appointed to a two year term. The six members of the Committee shall be appointed two (2) each by each Chapter President, for his/her respective Chapter, and the Chair~~man~~ shall be designated among them by the EMSOA president. All members of the Committee shall serve as members of the Executive Board. ~~However, no member of the Committee, nor its Chairman shall hold any Elected office of the Association while simultaneously serving on the Judiciary Committee.~~

ACCEPTED

Article III Section V Para A Sub Para 2

Original - Finance Oversight and Audit Committee: Members shall be appointed by the President to a two (2) year term. The Finance Oversight and the Audit Committee Shall have three (3) members. The two (2) year terms shall be staggered.

Proposed Change - Finance and Corporate Governance Committee - (adding to the paragraph). The Committee is responsible for the Oversight, Audit, and Management of all matters of the Association which relate to Finance, Business, Insurance, Legal, Compliance, and Corporate Governance, and will advise the President, Vice-President, and the Board of Directors on all matters pertaining "thereto."

ACCEPTED

Article III Section V Para B Sub Para 2

Original - To consider any and all complaints of any member if the complaint is made in writing and make recommendations to the Executive Board.

Proposed Change - To consider any and all complaints by any member if the complaint is made in writing, investigate the complaint following its due process as stated in the EMSOA Policy and Procedures manual, and make recommendations to the Executive Board.

ACCEPTED

Article III Section V Para B Sub para 3

Original - To take attendance at meetings and to make recommendations for disciplinary action when appropriate to the Executive Board.

Proposed - To review the attendance report from the secretary / treasurer, investigate the absences of members following its due process policies and procedures manual, and make recommendations for disciplinary action when appropriate to the Executive Board.

ACCEPTED
