

Minutes of the EMSOA Annual Business Meeting 29 January 2023 via Zoom

Attendees (37)

Juan Aguilar, Ric Beaudoin, Tim Butler, Wayne Brown, Chris Browne, Mike Champagne, Aggie Coleman, Jeff Cooper, Fred Corey, Peter DeNatale, Randy Ellis, Tom Fletcher, Joe Gill, Glenn Lavallee, Beth Lepore, Andrew Levin, Jim Livingston, Joseph Loffredo, Bruce Mackey, Charlie Mahoney, Martin Manuelian, Kori McGilvray, Jack Mitchell, Ken Moore, Mike Pittman, James Quinn, Ed Rae, Frederick Rich, Helio Rosa, David Roth, John Schoenthaler, Keady Segel, Tom Stagliano, Roger Stone, Aldo Tramontozzi, Mike Wallace, Cheryl Welsh

David Roth opened the meeting at 2:02 pm

Prior Meeting(s) Minutes

A motion was made, seconded, and approved to accept the minutes of the previous 2022 Annual Business Meeting held on January 30, 2022.

Officer Election(s)

Fred Corey was nominated and elected as EMSOA Interpreter for a two year term.

Interpreter's Report

Fred Corey indicated that three certification classes are planned ahead of the 2023 season: April, July and August and that a Refresher Exam may be rolled out; if so, he would like to solicit possible questions to include. In anticipation of the annual interpretation meetings, a general discussion ensued among the audience as to the desire for a return to in-person meetings versus continuing with Zoom meetings.

Treasurer's Report

Fred Rich shared a chart of expenses and income (see attachments) while highlighting the following:

Referee Development is the largest expense in the budget. Insurance costs increased due to changes in both the provider and policy/coverage.

Membership Report

Fred Rich shared a chart of membership numbers for the past few years (see attachment) . He indicated that the key takeaway is that the clear trend is that the number of members has been declining in recent years.

Committee Reports

Financial Oversight and Audit Committee

Roger Stone highlighted the balance sheet showing over \$50k in assets and that \$25K of invested funds are earning over 4.5%. In describing the diligent work the committee performs,

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Roger pointed out that the Audit looks at EVERY transaction while adding that there is "no room for error" in managing the books and that compliance is paramount for the committee.

Judiciary Committee

Speaking on behalf of Kevin C., David R. shared that a letter was received from a school AD regarding a referee incident during a playoff game, and that the committee felt that no action needed to be taken by EMSOA in response.

Appeals Committee

Cheryl W. indicated that there wasn't anything to report.

Referee Development

The West region reported 3 Observers completed 55 assessment reports, while the North conducted 14 observations (games) and completed 27 assessment reports. It was also indicated that the committee felt a significant enhancement was achieved by virtue of having Wayne B. present and making observations at November tournament matches.

MISOA Representative

Jeff Cooper indicated that MISOA has been working with Fred Corey to better coordinate interpretations of rulings with the aim of achieving more consistency. He also offered that people should see Ric B. for (MIAA) tournament patches, and that the next meeting was upcoming and anyone could attend.

MIAA Representative

Ric Beaudoin relayed that a request was made to the Assignors to update school contact information on Arbiters, specifically for ADs, coaches, and other staff in order to benefit Referees. He also shared that on the Wednesday February 1 there would be the next meeting of the state soccer committee and that if there were any items that needed to be brought up to let him know.

North Chapter

Keady Segel said that he was hoping to institute several changes, including in person meetings, organizing coach and AD panels to gain their feedback to better educate referees, reaching out to college intramural directors to aid in recruiting referees, and organizing an end-of season social event or banquet for referees. In addition, he has initiated dialogue with Jared Scarpacci, VP of the Eastern Mass Coaches Assoc, to address late buses and hopefully develop a standard game-day protocol in conjunction with referees.

West Chapter

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Wayne Brown expressed his gratitude for the time and commitment of the leadership team in support of the chapter membership, as well as a special thanks to Jim L. for overseeing the high number of assessments achieved during the last season. He is looking to schedule the chapter interpretation meeting the first week in August, provided it works for Fred C, and the monthly meetings on the last Tuesday of September and October.

South Chapter

Randy Ellis (acting for Maynard Sangster). said the chapter's focus is to improve and educate the referees so that their professionalism and respect for players and staff reflects the idea that the soccer field is an extension of the classroom. For the Fall, they are looking to get back to in-person meetings, recruitment of a more diverse membership, build upon the 27 observations conducted in 2022, offer more mentoring opportunities and engaging discussions, and looking to having over-due chapter elections.

Communications Report

Fred Corey , relayed two items of importance that arose: one, the incident during the Stoneham HS playoff game that was addressed by the Judiciary Committee and two, a complaint raised by a parent for an unrelated game with the parent advised to have the AD/Principal submit a letter (which did not occur).

Other Business

Website Report

Randy Ellis provided an update to the rollout of the new EMSOA website. Among other things, it will be more user-friendly, secure, and is close to being ready for release.

Elections

Jeff Cooper raised a concern that potentially some elections have not been held as required by the By Laws, based on comments made by the South chapter president. David Roth agreed to look into the matter.

New Business

Changes to EMSOA Bylaws

Jim Quinn spoke about the need to make large-scale changes to the current Bylaws. Apart from these structural changes, which will require a separate dedicated effort, there is a secondary (more cosmetic than substantive) need to effect consistency in the terminology and references used throughout the document, invariably to correct for countless bylaw changes made across many years (decades) without the appropriate attention to detail. After significant discussion, a motion was made, seconded, and passed to adopt the changes as detailed in the attached, with

additional review of proposed changes to be tabled for a later date. (The adopted changes are listed in the attachments.)

The meeting was adjourned at 4:03 pm.

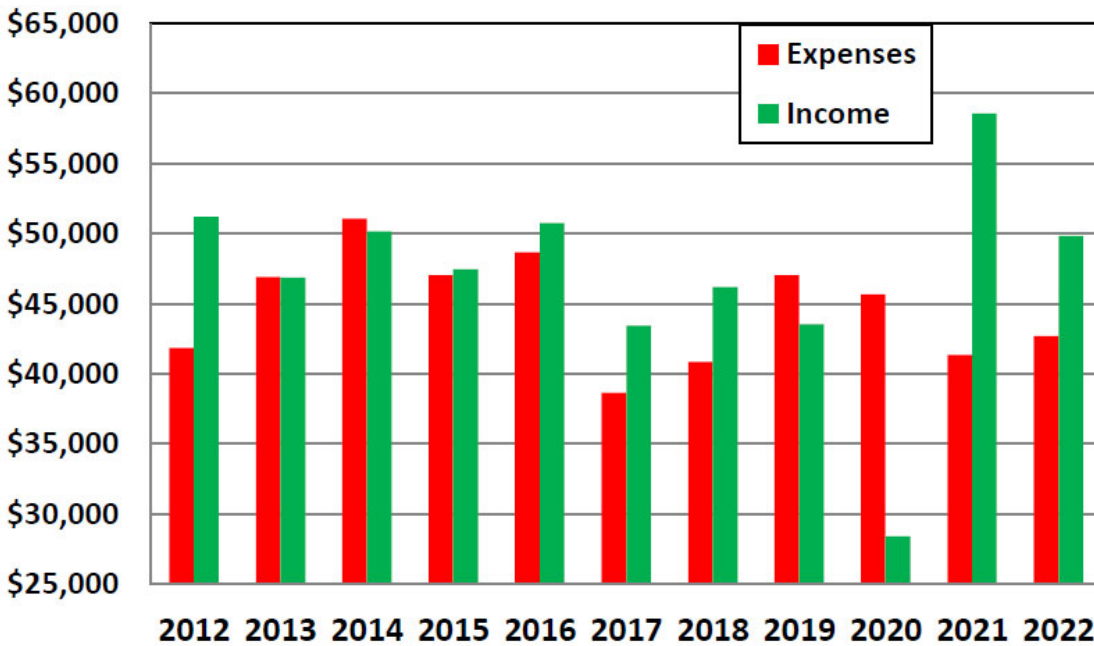
I attest that these minutes represent a reasonably faithful record of the transactions of the EMSOA Executive Board Meeting on 29 January 2023.

Aldo Tramontozzi, EMSOA Registrar

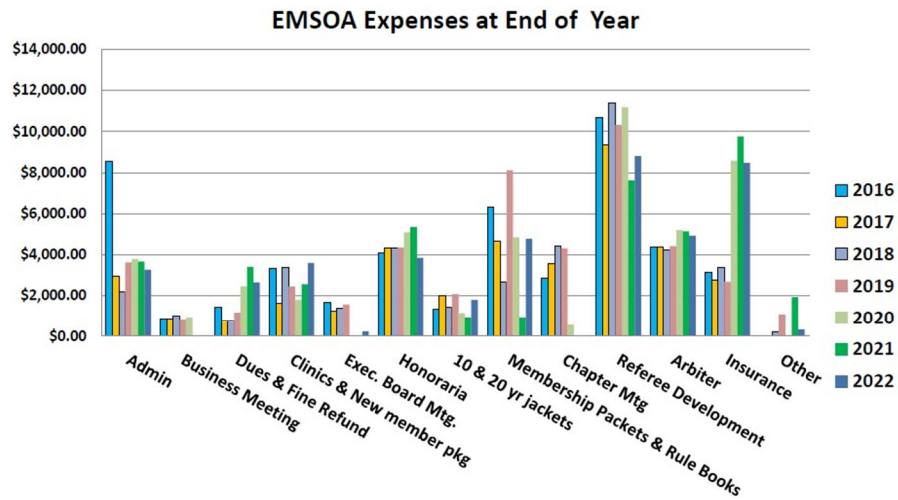
Attachments:

Treasurer's Report

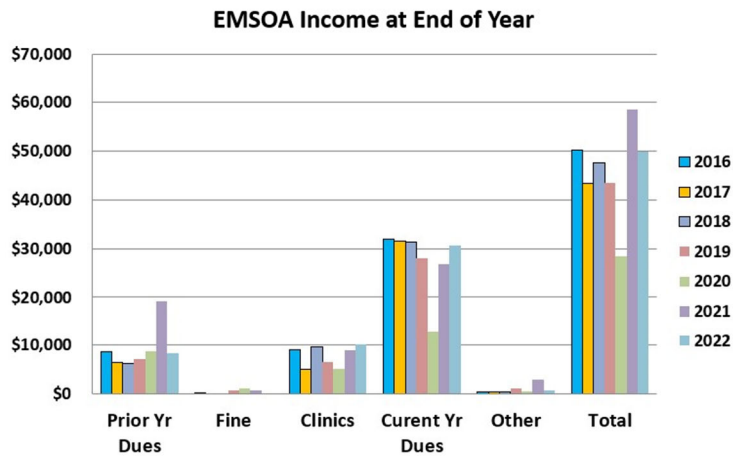
EMSOA Income & Expense History



Treasurer's Report



Treasurer's Report



Membership Report

As of	01-Jan-23	01-Jan-22	1-Jan-21	1-Jan-20	01-Jan-19	01-Jan-18	01-Jan-17	01-Jan-16	01-Jan-15	01-Jan-14	01-Jan-13
Active Members	474	478	399	541	560	552	586	592	598	600	N/A
Inactive Members	30	44	150	33	34	34	45	33	34	24	N/A
Total Membership	504	522	549	574	594	586	633	627	632	624	618
Retired Life Members	74	64	61	56	48	38	36	33	33	30	20

2022 2021

New Member	51	48
New Life Members	8	8

Changes to EMSOA By Laws as Adopted by the Business Meeting

The following are sections of the By Laws approved at the Business Meeting in January 2023

Red Text shows wording being added

~~Red Text with strikethrough~~ shows wording being deleted

Black Text shows wording that is unchanged. Sections which are unchanged are not shown.

ARTICLE I: ORGANIZATION, NAME, PURPOSE AND APPLICATION

Section II: Location

- A. The principal office of the EMSOA in the Commonwealth of Massachusetts shall initially be located at the place set forth in the Articles of Organization. The directors **hereafter referred to as the Board of Directors**, may change the location of the principal office in the Commonwealth of Massachusetts effective upon filing a certificate with the Secretary of the Commonwealth.

Section III: Corporation Seal

- A. The ~~directors, hereafter referred to as the~~ Board of Directors, may adopt and alter the seal of the Corporation.

ARTICLE II: MEMBERSHIP

Section I: Regular Membership and Dues

- B. Dues for the next fiscal year shall be payable annually on or before December 1st of the current year; this ~~ens~~ures membership for the following season. If dues are NOT paid by January 1st, 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~~, 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.

Dues shall be as follows:

- | | |
|--|-----------------------------|
| 1. Active Membership: | Varsity Fee |
| 2. Inactive Membership: | Half of a Varsity Fee |
| 3. Executive Board Member: | Exempt |
| 4. Life Membership after 2011 (active): | One-fourth of a Varsity Fee |
| 5. Life Membership on/before 2011 | Exempt |
| 6 5. Life Membership (inactive): | Exempt |
| 7 6. Life Membership (retired): | Exempt |

- C. By acceptance of membership in the EMSOA, the individual pledges to be bound by the Association's Code of Ethics, ~~and~~ rulings, **and these By Laws**. Further, members agree that any violation of **Code of Ethics, said rulings, or By Laws** subjects them to suspension or expulsion from the Association.

Section II: Categories of Members

- A. Active Membership in this association is defined under Article II Section I Para A.
- B. Inactive Membership is open to any Active Member in good standing who requests such status in writing to the Executive Board prior to August 15. Half of the dues will be re-funded for inactive members who paid full dues. An inactive member may not accept any game assignment during the year he/she is inactive. Anyone who has been an inactive member for more than two (2) years and wishes to return to being an active member must be re-tested in a manner approved by the Judiciary Committee.
- C. Life Membership is granted to active members in recognition of service to EMSOA. Active Life Members must attend the Rules Interpretation meetings, will have full voting rights and will have the right to officiate games. Inactive Life Members will have full voting rights but not the right to officiate games. Retired Life Member will have the right to attend meetings, but do not have the right to vote nor officiate games.
1. Honorary Life Members: Life membership may be granted to active members with 20 years of service in good standing who are recognized by the Executive Board for outstanding service to the EMSOA organization as a volunteer or as elected officer and have acted in the best interest of soccer.
 2. Years of Service Life Membership: May be awarded to members having 25 or more years of service as an active member of EMSOA in good standing whose career reflects favorably on the Association. The Executive Board shall bring the achievement of Life Membership to the attention of the full EMSOA membership.
- D. A former member who has not been an NFHS soccer official for ~~five (5)~~ four (4) years or less more and who wishes to return as an active member, must be retested in a manner approved by the Judiciary Committee. The former member will only pay dues for the current year in order to be a member in good standing.

~~A.E.~~ New Members

4. Must 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.F.~~ Transfer and Advanced Experience New Members: See Article II, Section I, Para. I above.

~~C.G.~~ Member's Annual Recertification Requirements

~~D. H. 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.I.~~ Notification: Any member ~~proposed for suspension or expulsion or removed from membership~~ 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 ~~was sent to the member~~. If the action is appealed, a final written notice of the Appeals Committee's decision will be sent to the member.

Section III: Qualifications, Rules and Terms for Suspension or Expulsion from the Association.

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 Appeals Committee's decision will be sent to the ~~said~~ member.

ARTICLE III: ORGANIZATIONAL STRUCTURE

Section V: Committees

B. The duties of the Judiciary Committee shall be as follows:

- ~~1. To prepare and administer the annual examination and to decide on the eligibility of all candidates for membership.~~
- ~~2.1.~~ 2.1. 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.
- ~~3.2.~~ 3.2. 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.

Section VI: Meetings

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 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.
2. There shall be two Chapter meetings each year, in addition to the Annual Interpretation Meeting.
3. All Active Members are REQUIRED to attend one Chapter Meeting each year ~~unless the member has provided the written request prior to the Chapter Meetings to the Secretary/Treasurer to be excused for a reasonable cause.~~ Failure to attend at least one Chapter Meeting each year may result in such penalties as the Executive Board may determine to be appropriate. Removal from membership will be an appropriate penalty

~~D. An Active Member NOT ATTENDING the REQUIRED MEETINGS may be SUSPENDED. Members who request to seek excuses from attending the mandatory Interpretation Meeting will be limited to a total of three (3) excused absences. Any requests beyond the three (3) absences limit will result in the member being REQUIRED to attend a regularly scheduled Chapter Rules Clinic in order to officiate that season.~~

- ~~D. E.~~ D. E. Special business meetings may be called by the PRESIDENT or upon written request of five (5) Active Members. Upon being called, the Secretary/Treasurer will inform all members of the Executive Board and all delegates of the time and location of the meeting. The special business meeting will be held not sooner than 7 calendar days after the announcement by the Secretary/Treasurer and not later than 45 calendar days after the announcement.

- E. ~~F.~~ Any member wishing to be excused from attending the required ~~interpretation of~~ chapter meetings shall send a written request to the Secretary/Treasurer including reasons for the request. The Executive Board will determine whether or not to excuse the member from attending.
- F. ~~G.~~ A quorum for a business meeting shall consist of twenty-five percent (25%) of the delegates.
- G. ~~H. Chapter m~~ Meetings will not be held on any religious or legal holiday.

Section X: Suspensions and Expulsions

- B. Members who fail to attend ~~mentioned~~ ~~prescribed~~ meetings during the season will be subject to expulsion from the EMSOA
- F. Members who resign from the EMSOA shall have the right to be considered for readmission upon the following conditions:
 - 1. Any prior member who not been a member in good standing with any NFHS soccer officials' association for 4 years or more must meet Article II Section II. ~~Obtain prior approval by the Judiciary Committee.~~
 - 2. Any prior member who not been a member in good standing with any NFHS soccer officials' association for 3 years or less must ~~pay back inactive dues and take and~~ pass with an 80% or better the certification test. Payment of the current year's dues.
 - 3. Any prior member who has not been a member in good standing for any number of years, thus either criteria above could be rejected by the Executive Board for any past unresolved matters or issues ~~Applications for readmission may be subject to successful completion of the annual examination at the discretion of the Executive Board.~~