

## **Mass Youth Soccer Association Annual General Meeting**

**March 13, 2022 at 7:00 PM**

**Recorded via Zoom Webinar**

### **Call to Order**

Bob Trudeau, President of Mass Youth Soccer, called the meeting to order at 7:05 PM.

Bob welcomed and thanked all attendees to the organization's Annual General Meeting ("AGM"), the third ever held virtually. He discussed the meeting format, including the NemoVote application for credentialing and voting and noted that all documents pertinent to the business meeting have been posted on the website. Bob introduced the staff facilitating the NemoVote process: Rob Holliday and Jaime Balboni, and a test was conducted to ensure its operation. Bob closed with recognition of the voting and non-voting members of the Mass Youth Soccer Board of Directors.

### **Establishment of a Quorum**

Following the test of the NemoVote, a second NemoVote was conducted of the attendees for purposes of determining a quorum. As a result, 45 delegates with voting weight of 136 are in attendance, which more than constitutes a quorum.

### **Welcome**

Bob welcomed all Board, staff and sport leadership including new leaders of member organizations: Reg Wilcox (BAYS), Rob Thorne (Coastal Youth Futsal), Rick Porter (MAYS), and Chris Batinsey (Nashoba Valley). For new Mass Youth staff members, Bob welcomed Jacob Ames, Scott Lovington, and Kayla McClellan.

### **Credential Report**

Secretary Caryn Goulet provided the credentials report which is the traditional method of establishing a quorum as well as establishes minimum voting thresholds. Note that the virtual meeting format results in some minor fluctuations in attendance during the course of the meeting due to attendee connectivity issues and tardiness. Caryn noted that 7.5% of the membership (i.e., Member organizations, affiliated Leagues, and Directors) establishes a quorum. With a total voting membership of 345; a 7.5% quorum equals 26 voting Delegates. Out of 64 Delegates registered; 45 were present which satisfied the quorum requirement for a meeting. The 45 voting delegates represented a weighted vote of 136 in total. Caryn noted that constitutional amendments require a 2/3 majority approval, which equals 94 votes; and bylaw amendments require a simple majority approval, which equals 68 votes. The credentials report was accepted without objection.

## **2021 Annual General Meeting and 2021 Special Membership Meeting Minutes**

Having been distributed and posted with appropriate advance notice and having received no questions, comments, or concerns, Bob noted that both the 2021 AGM minutes and October 2021 Special Membership Meeting minutes were considered approved by general consent.

### **Unfinished Business**

None.

### **Financial Report**

Treasurer Thomas Ringler extended a special thank you to Tara Petricca and previous Treasurer Derek Smith for continuing to make his transition smooth. He reminded attendees that the financial reports had been distributed and posted with appropriate advance notice of the meeting. Thomas led with a positive message about registrations and revenues rebounding from pre-COVID levels, along with modest expense maintenance, giving special recognition to the state office staff for their cost-saving efforts. Thomas also noted the impact of Mass Youth Soccer's two rounds of PPP loans: one during 2020 and one during 2021; both of which were forgiven. Thomas concluded with notations about projected increases in expenses due to: expected physical plant and facility maintenance deferred during COVID, increases in cost for compliance and insurance, as well as the reinstatement of pre-COVID staff benefits.

### **Programs and Services Report**

Executive Director Mike Borislow welcomed all attendees and noted that the programs and services reports were distributed and posted with appropriate advance notice.

### **Programs and Services Report**

Bob introduced Elie Nassif, newly re-appointed State Youth Referee Administrator ("SYRA") for a state of the state report of referees. Elie shared the pre-COVID and post-COVID realities of referee enrollments reflecting similarly the downward trend in volunteerism. He noted that many adult referees chose the opportunity during COVID to "hang up their whistles" and rebounding from the loss of their maturity and experience was a process that the Massachusetts State Referee Committee (MSRC) was committed to enhancing through recruitment, training, and retention.

### **Executive Director Report**

Bob introduced Mike Borislow, Executive Director who recalled some of the many impacts of COVID on the sport of soccer during the preceding two years, noting that, but for the extreme efforts of the entire Mass Youth staff who buckled down during this time Mass Youth would not have fared as well as it did. The staff expanded virtual programming, online education, member outreach all while working on reduced hours. Mike also recognized Technical Department member Lynn Gugliuzza's long service to the sport and organization as well as Program Director, Terri Filippetti, both of whom ended long periods of service during 2021.

Bob added to Mike's thanks and well wishes, the same for long-time board members Jared Scarpaci, and Howie Blatt, both of whom were terming off the Board.

## **Voting**

Executive Vice President, David Amidon led the review of three Bylaw Amendments being introduced for a membership vote, all of which were distributed and posted with appropriate advance notice. He reminded attendees of a February 28, 2022 pre-AGM Informational Meeting open to the entire membership, at which both proposed Bylaw Amendments were reviewed and discussed. He noted that no questions, comments, or concerns, including during the February 28, 2022 pre-AGM meeting were received, thus the recommended Bylaw Amendments stand. Rob and Jaime conducted another test of the Nemo Vote process to ensure its operation.

Bylaw Amendment #1 essentially deletes a grammatically redundant paragraph and reinforces the requirement that Board members reaching a term limit must complete a one-year break in service before returning to the Board. **Motion by Caryn Goulet and second by Thomas Ringler to amend Sec. 1.04.5 of the Association's Bylaws Return to Eligibility (for Board Members) as presented. Motion passed.**

Bylaw Amendment #2 essentially provides for a Board appointment to fill a vacated, unexpired term of a vacant position, thereby eliminating the requirement of an intervening membership ratification of appointment. **Motion by Caryn Goulet and second by Thomas Ringler to amend Sec. 1.07 of the Association's Bylaws Vacancies as presented. Motion passed.**

Bylaw Amendment #3 essentially eliminates a legacy, arbitrary and vestigial \$3 per player fee originally earmarked for Progin Park development and associated maintenance in favor of setting the player and adult fees at \$22 each effective Fall 2022. **Motion by Dana Santilli and second by Steve Smoller to amend Sec. 7.02 of the Association's Bylaws Player Membership Fees as presented. Motion passed.**

## **Selection of Officers**

**President:** Bob thanked the members of the Nomination Committee which reviewed and approved one candidate who was submitted for consideration the office of President of the Association; that being David Amidon. He noted that, pursuant to Sec. 1.03.4 of our Bylaws, the process for submitting additional nominees was closed on February 20, 2022. Bob also added that no additional candidates were nominated through the self-nomination provision of our bylaws. Noting that our bylaws do not permit nominations from the floor, nor do they require selection of directors or election of officers by ballot, Bob asked for any objections to David Amidon being elected as our next President. Hearing none, and since David Amidon is running unopposed, Bob congratulated David as being considered elected as our next President by acclamation.

**Class A At-Large Directors:** Bob again thanked the members of the Nomination Committee which vetted and approved as qualified all of the following candidates for the respective positions: Jeff Chambers, Janet Gargan, John Rainone and John Sanders, all of whom

spoke on their own behalf. All were then affirmed by the membership by majority vote via Nemo Vote.

**Class C At-Large Director:** Lastly, Bob recalled that, due to the vacancy on the Board, Andy Henderson joined mid-term and he then spoke on his own behalf. Andy's appointment was then ratified by the membership by a majority vote via Nemo Vote.

### **Thank You**

Bob made note of Mass Youth Soccer's many partners and sponsors for their continued support during the past twelve months.

### **Good of the Game**

None

### **Adjournment**

Bob Trudeau thanked the membership for their attendance and participation in the 2022 Mass Youth Soccer AGM and called the meeting adjourned as of 8:32 PM.

Respectfully submitted,

*Caryn Goulet*

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Secretary/Clerk, Mass Youth Soccer Association