



The Flag and Whistle

Newsletter of the South Bay Soccer Referee Association

Serving the Soccer Community since 1976



Written by: Jonny Joseph
Edited by: Alan Siegel

July 2025

Notes from the Board

Annual General Meeting

Thank you and congratulations to our two new board members (Vice-President and Member-At-Large) and the overwhelming support with the Bylaw's amendments. For those 60 Members in Good Standing, you retain that status through May 2026, at which time we will determine if you have met the requirements for the next AGM. Others may attain Member in Good Standing status at year end by attending at least 5 monthly membership meetings and the other requirements, as specified in our Bylaws.

Association Membership

As of the date of this newsletter, almost 118 members have submitted payment or have had their dues deducted from their May Referee Match Fees and 114 members have submitted applications for membership. Please submit your Returning Member Application so you can continue to referee.

Please be reminded:

- Applications will not be considered until dues have been paid,
- Members who have recruited new members for the past year, with the new member paying dues for the second time, receive a 50% discount off their 2025–2026 dues,
- Match fees payable by the Association for games refereed during May and June have been reduced by the annual dues amount,
- Before making payment, please check with our Treasurer if you are unsure of whether you have done games which will pay your dues or if you will be receiving the NMI benefit (50% off annual dues),
- Dues are payable by June 30 and are considered late if not paid by July 31. A late fee of \$20 must be added for payments received after July 31. Payments may be made by PayPal, Zelle or check.

2025 – 2026 Season

We have much to look forward to this next season. While it appears most leagues will maintain the same referee fees as the prior season, Coast Soccer League has announced good increases for games with 3 referees. Bernie will be our guest at our July membership meeting to tell us more about CSL for this next season.

In preparation for this next season, which starts with the very hot weather right after Labor Day in September, we share the attached article about the dangers associated with being active in high temperatures. Please read it to prepare and to mitigate the potential damage to us all.

Board of Directors

President: Jonny Joseph	Vice-President: Steve Brandon	Secretary: Kiku Annon
Treasurer: Bruce Ashton	Member-At-Large: Tony Calandra	Assignor: Gabriel Goldsman



Single Referee Call-In Procedures

Please be reminded that we have revised our day of game single referee call-in procedures as follows:

- Weekday games – continue to call into our SBSRA hotline, (310) 955 9905, and select 1 to leave a message,
- Weekend games – send a text message to the Assignor, (213) 220 3580 and include the following:
 - o Your Name,
 - o Field Location,
 - o Time of Game.

Bylaw Amendments

At our Annual General Meeting in June, the Membership overwhelmingly approved the 7 Bylaws amendments proposed by the Board. The approved changes are as follows:

1. Bylaw # V MEMBERSHIP DUES AND FEES TO BOARD MEMBERS

G. Stipends may be paid to the following Board Members:

1. President
2. Vice-President
3. Secretary
4. Member-at-Large

These amounts will be funded from annual dues collected from members.

The total, proposed stipend will not exceed 2% of the amounts billed to customers through the end of April of the 2024-2025 membership year for the 2025-2026 membership year and 4% of the amounts billed to customers through the end of April of subsequent membership years for the membership years thereafter. In other words, the annual limitation will be determined on an annual basis using the actual billings for the first 10 months of the prior membership year.

The proposed stipend will be presented to the membership at the May membership meeting with the Year-to-Date April Profit and Loss Report for the membership to verify the proposed total stipend amount does not exceed the percentages noted above.

The proposed total stipend will be allocated based on approximate time spent on his/her duties as follows:

- | | |
|--------------------|-------|
| 1. President | - 50% |
| 2. Vice-President | - 15% |
| 3. Secretary | - 25% |
| 4. Member-at-Large | - 10% |

2. Bylaw # VI BOARD OF DIRECTORS C.

Changes the Treasurer position from an elected one to an appointed one.



3. **Bylaw # VI BOARD OF DIRECTORS**

For all Board Meetings with a duly constituted quorum, the Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and shall be made available in a timely fashion to the membership upon request.

4. **Bylaw # VII ELECTED OFFICERS**

Change in election cycle of the Member-at-Large board position from even years to odd years to have two board position elections each year to ensure continuity and institutional memory on the Board.

5. **Bylaw # VII ELECTED OFFICERS**

Update the role and duties of the Secretary to include maintaining the roster and keeping attendance records for membership meetings.

6. **Bylaw # IX ANNUAL GENERAL MEETING**

For all AGMs with a duly constituted quorum, the Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and these shall be made available to the membership in a timely fashion.

7. **Bylaw # X MEMBERSHIP MEETINGS**

For all monthly meetings with a duly constituted quorum, the Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and these shall be made available to the membership in a timely fashion.

The proposed, updated Bylaws are attached herewith for Membership review and **approval at our next Membership Meeting**. A redlined version is available upon request from the President at President@SBSRA.org.

Approval of Minutes

Included below are the Annual General Meeting Minutes for approval by the Membership at our next meeting.



SBSRA Annual General Membership Meeting Minutes June 24, 2025

1. Called to order at 6:15pm. JJ noted that more than 26 Members in Good Standing had signed in for the meeting and thus, pursuant to the Bylaws, we had the minimum number of 50% of all Members in Good Standing (51 in total) to have a quorum.
2. Approval of May 2025 Meeting Minutes, motion by Steve Brandon, seconded by Chris Nevil, approved by acclamation.
3. President's Report
 - a) State of the Association - JJ noted that we have continued to grow in number and strength this past membership year (2024 - 2025) and shared the following numbers and statistics (prior year, 2023 - 2024, in parentheses):
 - i. Nearly 6,500 (7,000) games refereed - just over 6,000 (6,200) soccer games and almost 400 (800) futsal games
 - ii. Our busiest months were September and October 2024 (1,115 and 1,093 games, respectively) and the fewest games were in December 2024 and June 2025
 - iii. Most games are refereed on Saturdays (2,019), Sundays (1,864) and Tuesdays (707). Weekends totaled 61% of our games and Tuesdays comprised 11% of the total games
 - iv. Youth games were mostly SoCal 1,368 (21% of the total) and Coast Soccer League 649 (10% of the total)
 - v. The 3 referees who refereed the most games this season, as referee and assistant referee (>300), were:
 - Antonio Vinolas 330
 - James Marsella 328
 - Higinio Moreno 325
 - vi. Ten referees officiated 25% of all our games
 - vii. At July's membership meeting we will go over the financial data in detail for the past membership year, but it appears we will have a surplus of approximately \$2,700. While we budget very carefully every year, 42 new members last year far exceeded our expectations and is the major reason for this surplus
 - viii. With respect to the 2025 - 2026 membership year, JJ shared the following budgeting information:
 - Total Budget is \$18k compared to an actual expected expenses total of \$14k last year
 - Increases Budgeted - Board Stipend \$4,000, Members' Insurance \$300, Members' Merchandise (Shirts and Law Books) \$2,000, Potential Increase in Technology Costs \$400,



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- Decreases - Financial Review Expense \$300, New Member Incentive \$600,
- Dues - this results in dues of \$100 per member based on 180 (168 at the end of the current membership year) members
- Perspective - putting this in perspective:
 - i. We are still competitive compared to similar associations and significantly less than others who also take a percentage of game fees
 - ii. The annual increase of \$20 in annual dues represents a fraction of a single game fee
- Stipend
 - i. The bylaw amendment proposal specifies a limitation of the amount that can be paid as a percentage of the amount we bill customers for referees, assigning and admin fees
 - ii. The limitation is 2% of this amount through April 2025, which for this next membership year, approximates just over \$4,000 and 4% of this amount for the following year will approximate \$8,000, but the calculation will be done annually
 - iii. As a Board, we came up with the following allocation of this total for 2025 - 2026, based on time spent on Association business each month:

➤ President	\$2,000
➤ Secretary	\$1,000
➤ Vice-President	\$ 600
➤ Member-at-Large	\$ 400
- While many members express appreciation occasionally for what the Board does, very few can know and do know just how much time it takes for the Board to work to have such a successful soccer referee association with the great reputation that we have.
- We all benefit from this, and the complexity of running this organization at the level that members can value, which means the time has come to implement this for the greater good of the Association.
- ix. We continued our trend of attracting a younger demographic to be referees in our Association and the new applications keep coming in at a regular pace. Despite certain rumors there is no truth that we will be limiting our membership to 200!
- x. Once again, on behalf of all our members, JJ thanked all the Board Members for all their work this past year to continue to improve this Association:
 - Steve Morgan - our retiring (due to Bylaw proscribed term limits) Vice-President,
 - Bruce Ashton - our Treasurer
 - Gabriel Goldsman and Veto Glati - Assignors



- Kiku Annon - our Secretary
 - David Martin - our Member-at-Large, who is now living in Oregon
- In addition, the following non-Board Members have contributed to our success this past year:
- Rick Roberts - Webmaster, Email Administrator and Elections Manager
 - Chris Nevil - our Training Director and sometimes instructor, along with Gabriel
 - Alan Siegel - Editor of our monthly newsletter

We are very fortunate to have such a great group who have contributed to our success in such meaningful ways!

- b) Board Meeting - June 2025:
- i. Customer receivables - we will take steps to update our referee service agreements that we have with certain customers and leagues (excludes CSL and SoCal) for this next season to address those who have been a challenge with collecting referee and admin fees
 - ii. The Biannual Financial Review Report was discussed and accepted by the Board. It can be viewed on our website under Financial Reports behind the firewall
 - iii. Association Budget was discussed at great length and approved
 - iv. Discussion of proposed Bylaw amendments, with feedback received from the membership and wording changes drafted to address these concerns, mostly regarding the Board Stipend
 - v. Details regarding the AGM, including board nominations and restaurant details were discussed
- c) Returning Member Applications - As of yesterday, just 34 of the membership had submitted RMAs but the good news is almost 70 have paid their dues, mostly through the deduction of May game fees.

The remaining members, who wish to remain members, were asked to submit an RMA and pay their dues ASAP. Fees for games officiated in May and June are used to pay your dues timely through a deduction, unless otherwise directed by you to our Treasurer.

The deadline is this month and remember, dues deductions from July game fees, payable in August, are considered late, with the resulting \$20 late fee. JJ pleaded with the membership to pay on time to avoid this.

8. Board Elections:
- a) Vice-President - Steve Brandon (nominated at May Membership Meeting)
 - b) Member-at-Large - Tony Calandra (volunteered at AGM)
- Both candidates were elected without opposition



9. Bylaw's Amendments:

- a) #1 - Stipends may be paid to Board Members (Approved 30-4)
- b) #2 - Treasurer to become an appointed position (Approved 31-3)
- c) #3 - Move duties of New Member processing to Secretary (Approved 32-2)
- d) #4 - Record minutes of membership meeting (Approved 34-0)
- e) #5 - Record minutes of Annual General meetings (Approved 33-1)
- f) #6 - Record minutes of Board meetings (Approved 32-2)

10. Other Business - None.

Meeting adjourned at 7:42pm.



Exercising or playing sports in extreme heat can be extremely dangerous

“Athletes and other folks who regularly engage in strenuous activity often think that they can handle it. But a lot of studies have shown that we’re really bad at gauging how hot it is.”

By **Associated Press**

UPDATED: June 30, 2025

Extreme heat makes it especially hard for your body to cool down, so you need to be extra careful if you exercise or play sports when it’s baking outside.

Your brain tries to keep your body within a degree or two of 98.6 degrees Fahrenheit, and it does so in part by triggering sweat. When sweat dries, it carries away heat from your body’s surface.

When sweat can’t do its job — because your body is generating a lot of heat or it’s too hot and humid to cool down — you are at risk of becoming dehydrated or even getting a heat-related illness such as heat exhaustion or heat stroke.

Bharat Venkat, an associate professor at UCLA and the director of the UCLA Heat Lab, says heat can impact the entire body. “We’ll often talk about heat cramps. We’ll talk about heat exhaustion. We will talk about heat stroke,” he said. “But it’s much wider than that. Heat can really impact every system in our body, our hearts, our lungs.”

When heat is dangerous — and why humidity matters

The higher the temperature, the harder it is for the body to stay cool, but humidity plays a big role too. High humidity makes it feel hotter than the temperature because it makes sweating less effective.

There’s so much water in the air already that it can’t take up much more — including the water in your sweat.

The heat index, which factors in humidity and is included in many weather forecasts, provides a sense of how hot it really feels — and what’s dangerous for prolonged exposure or strenuous activity.

The National Oceanic and Atmospheric Administration says people should start exercising “caution” when the heat index reaches 80 to 90 degrees and “extreme caution” from 90 to 103 degrees. It labels everything over 103 “danger” or “extreme danger.”

NOAA has a chart that shows how the heat index is affected by humidity. For example, a day that is 90 degrees Fahrenheit (32 Celsius) can hit the “danger” level with 70% humidity.

Tips for staying safe if you exercise in the heat

If you want to exercise in the heat, here are some tips to stay safe, according to the U.S. Centers for Disease Control and Prevention.

- Time your exercise and outdoor activities for the coolest parts of the day.
- Try to exercise in the shade as much as possible.
- Take frequent breaks.
- Drink lots of fluids, and limit drinks that are high in sugar, caffeine and alcohol. Don’t wait until you are thirsty to drink more.
- Exercise with someone so you can check on each other, or pair up with a teammate.



How to recognize that you may be overheating

If you start to feel any of these symptoms, stop exercising, get to a cool place and seek medical care:

- Muscle cramping or muscle weakness
- Shortness of breath
- Dizziness
- Headaches
- Nausea

If you take it too far, you can risk serious heat related illnesses

“Athletes and other folks who regularly engage in strenuous activity often think that they can handle it,” UCLA’s Venkat said. “But a lot of studies have shown that we’re really bad at gauging how hot it is.”

A common heat-related illness is heat exhaustion, which can be marked by rapid heartbeat, fast breathing, headache, nausea and muscle weakness or cramping.

It can develop into the more serious heat stroke, when your body can no longer control its temperature. Symptoms include confusion or slurred speech, seizures or even loss of consciousness.

Heat also increases your risk for a rare condition called rhabdomyolysis, which causes the rapid breakdown of muscles. If you think you or a fellow athlete are in danger, call 911, give them fluids — preferably water — and try to cool their bodies with cold water or cold compresses.

And even if you think you can deal with the heat, Venkat said, “It’s better to kind of take a step back and take it easy.”

AP video journalist Laura Bargfeld contributed to this report.



SOUTH BAY SOCCER REFEREE ASSOCIATION BYLAWS

I NAME

The name of the organization is: South Bay Soccer Referee Association.

II PURPOSES

The purposes of this organization are:

- A. To recruit, train, and evaluate referees to officiate soccer games in the California State Soccer Association - South (Cal South) region.
- B. To establish and maintain a high level of soccer officiating.
- C. To coordinate the assignment of referees to games in leagues served by the South Bay Soccer Referee Association (hereinafter called the Association or SBSRA).
- D. To standardize the interpretation and application of the Laws of the Game in accordance with decisions of IFAB and USSF, or other applicable governing organizations.
- E. To promote the game of soccer throughout the community by encouraging a better understanding of the Laws of the Game.

III NONPROFIT

This Association is organized exclusively for nonprofit purposes, pursuant to Internal Revenue Code Section 501(c)(4), and no part of its net earnings shall be used for the financial benefit of a member, officer, or director thereof, except as provided for in **XIV Dissolution**.

IV MEMBERS

- A. Membership in the Association shall be limited to individuals who are 14 years of age or older. All members must be;
 1. USSF Certified, and
 2. registered with Cal South, meeting all applicable Cal South Youth or Adult requirements, as applicable, including Risk Management, and photograph requirements.
- B. Membership Applications (both New and Returning) shall be approved by the Board of Directors (BOD).
- C. Levels of Membership
 1. Membership in the Association consists of three levels:
 - a. probationary members,
 - b. full members, and
 - c. honorary members.
 2. Probationary members are those who are joining SBSRA for the first time. Probationary members have the rights of full members except voting rights, and may not run for an office on the BOD.



3. To become a full member, probationary members must:
 - a. attend a BOD approved orientation/training workshop within one year of joining the Association,
 - b. attend one Center of Referee Education (CORE) training session presented by Cal South and currently hosted by SBSRA, and
 - c. be observed refereeing a game assigned by the Association to form an initial assessment of the probationary member's refereeing ability.

A probationary member will remain a probationary member until he/she completes all of the above requirements. If the probationary member does not fulfill these requirements within the Membership Year, the BOD has the option not to accept that probationary member's application for membership in the subsequent year.

4. Honorary Members:
 - a. Honorary membership may be granted by the BOD upon request from a Member in Good Standing who has been a member for a minimum of fifteen (15) years and is no longer able to referee games but wishes to continue to be a member of the Association,
 - b. Honorary members have the rights of full members but are not required to pay annual dues, may not be assigned to referee matches and may not be an Elected Officer.

D. Members in Good Standing:

To be considered a Member in Good Standing, each member shall;

1. Attend at least five Cal South training sessions on the Laws of the Game each SBSRA Membership Year.
2. Attend at least five SBSRA Membership Meetings each SBSRA Membership Year. The Board will consider requests for exceptions.
3. Have paid all dues and assessments, fines and penalties payable to the Association. A member who has been suspended or whose membership has been terminated cannot be in good standing.

The determination of whether a member is in good standing will be made after the May Membership Meeting and after the Annual General Meeting. All Members in Good Standing after the Annual General Meeting shall continue to be in good standing until the next determination after the subsequent May Membership Meeting.

V MEMBERSHIP DUES AND FEES TO BOARD MEMBERS

- A. Annual Membership Dues, as listed in the SBSRA Guidelines, are payable for the Membership Year, July 1 to June 30 of the following year. There is a one-month grace period for payment, with late fees payable thereafter. New Membership Applications approved in June shall be accepted as members for the remainder of that year and the following year, provided that membership dues for the following entire membership year are paid.
- B. On an annual basis, the Treasurer will prepare an Association budget of expenses for the forthcoming Membership Year, with a comparison to the current Year-to-Date actual amount, expected expenses through the end of the year and an expected total for the year for consideration and approval by the BOD. Line-item explanations of expected variances



greater than 10% of the current year's expected amounts will be provided for consideration by the BOD.

- C. Annual membership dues are waived for all elected and appointed BOD Members, with the exception of the Assignors and Treasurer (see F. below), for the duration of their periods in office.
- D. The Treasurer will prepare an expected membership count and calculate the budgeted annual membership dues, based on the budgeted expenses and expected membership count, for consideration and approval by the Association's BOD as specified in VIII G. 1. g. below.
- E. Special assessments, when approved by a simple majority of the membership voting at a Membership Meeting, may be levied on members when necessary to sustain the Association.
- F. BOD Members are not compensated for their board activities, other than the following which are paid by certain of the Association's customers:
 - 1. Assignor fees are determined by the BOD on an annual basis. Fees are documented in BOD Meeting minutes.
 - 2. Treasurer fees are determined by the BOD on an annual basis. Fees are documented in BOD Meeting minutes. These fees cover the Treasurer's time and costs for processing, printing and mailing referee fees checks to members.
- G. Stipends may be paid to the following Board Members:
 - 5. President
 - 6. Vice-President
 - 7. Secretary
 - 8. Member-at-Large

These amounts will be funded from annual dues collected from members.

The total stipend will not exceed 2% of the amounts billed to customers through the end of April for the season prior to the 2025-2026 membership year and 4% of the amounts billed to customers through the end of April for the seasons prior to membership years thereafter.

The proposed stipend will be presented to the membership at the May membership meeting with the Year-to-Date April Profit and Loss Report for the membership to verify the total stipend amount does not exceed the percentages noted above.

The total stipend will be allocated based on approximate time spent on his/her duties as follows:

- | | |
|--------------------|-------|
| 5. President | - 50% |
| 6. Vice-President | - 15% |
| 7. Secretary | - 25% |
| 8. Member-at-Large | - 10% |



VI BOARD OF DIRECTORS

- A. All members of the Board of Directors (BOD) are required to be Members in Good Standing in the Association throughout their elected terms. If, for any reason, a Board Member ceases to be a Member in Good Standing during her/his term, and the situation is not corrected within thirty (30) days of notice to the Board Member, he/she may be removed from the Board by the remaining Elected Board Members as specified in VI E. 4. below.
- B. Board Members may not be members of any other soccer referee association included in Cal South's "Referee Associations" webpage.
- C. The BOD is made up of the "Elected Officers," whose duties are described in VII ELECTED OFFICERS; and "Non-Elected Board Members," whose duties are described in VIII NON-ELECTED BOARD MEMBERS, as follows:
 - 1. Elected Officers:
 - a. President,
 - b. Vice President,
 - c. Secretary, and
 - d. Member-at-Large.
 - 2. Non-Elected Board Members, which may include and are not limited to:
 - a. Treasurer
 - b. Assignor,
 - c. Director of Instruction and Training, and
 - d. Director of Mentoring and Observation.
- D. Board of Directors duties:
 - 1. Address all matters pertaining to Association business.
 - 2. Address all matters pertaining to soccer and referees as related to the Association.
 - 3. Have sole discretion to resolve disciplinary matters related to Association members. (Subject to Section XII).
 - 4. Attend all Board of Director's Meetings in person or electronically. Board Members are expected to attend at least 75% of these meetings during the Association's year.
 - 5. Attempt to purchase medical/liability insurance to cover Association members while refereeing games scheduled by the Assignor. In the event such insurance cannot be obtained at a reasonable fee, in the judgment of the BOD, all such insurance shall be the sole responsibility of each member. Each member must have insurance coverage to be assigned games. The President shall inform the members that the Association cannot obtain such insurance by email as soon as this has been determined and at the next Membership Meeting. The Association will not accept medical, or liability claims for injury or property damage.
 - 6. Obtain liability (Errors and Omissions) insurance to provide the BOD with coverage while conducting Association business. The cost of the associated premiums shall be borne by the Association.



E. Board Authority:

1. All Board decisions (except those relating to Membership Code of Conduct) shall be final, subject to appeal by two-thirds (2/3) of the Members in Good Standing present at a Membership Meeting (See Section XII). Appeals must be made no later than the second Membership Meeting after the Board's decision appears in the Membership Meeting or AGM minutes. Following a motion for the appeal of a Board decision by a member at the applicable Membership Meeting, and a second of the motion by another member, a vote on the motion by secret ballot shall take place. The vote shall take place during that meeting, if possible, or within 5 days if necessary.
2. The BOD shall resolve all differences and controversies which may arise within the Association, or any other matters not covered by the Bylaws.
3. Elected Officers shall address any, and all differences and controversies relating to Non-Elected Board Members.
4. The BOD may take disciplinary action for Code of Conduct violations or for not being a Member in Good Standing against a member of the Board of Directors only by a unanimous vote of the remaining Elected Officers. This action could range from a temporary suspension of duties, removal from the BOD, and removal from the Association.
5. A majority vote by the BOD may dismiss any member of the Association for cause. (Subject to Section XII).

F. Board Meetings:

1. Board meetings shall be held not less than every other month, at a date, time and manner to be determined by a majority of the BOD, with an agenda sent out to the BOD at least 48 hours prior to each meeting.
2. A quorum of the BOD shall be a simple majority of the Board members, including either the President or the Vice-President.
3. BOD meetings may be held in person, by conference call or electronically.
4. If it becomes apparent that a Board Member will be unable to attend Board Meetings on a regular, monthly basis or following a Board Member's absence of 50% or more of the Board Meetings during a six-month period, the other members of the Board of Directors, by a simple majority vote, may declare the Board position vacant. A replacement Board Member will then be elected in accordance with VII ELECTED OFFICERS, A. 7. below.
5. For all meetings with a duly constituted quorum, the Association's Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and shall be made available in a timely fashion to the membership upon request.

G. An Elected Officer may be removed from office only by a unanimous vote of the remaining Elected Officers.

H. Every act taken or decision made by the Board will be through a vote of the majority of the Directors present at a meeting duly held at which a quorum is present. Any vote result with a tie of approvals and disapprovals results in a "no-decision" and may be tabled for further discussion and vote at a subsequent Board Meeting.



VII ELECTED OFFICERS

- A. The four Elected Officers shall be elected by a secret ballot vote of the membership at the Annual General Meeting (AGM) based on the election cycle of each office. Each office election cycle is outlined below. Only Members in Good Standing, as determined following the immediately prior Membership Meeting, are eligible to vote in elections for board offices.
0. President and Secretary are elected for two-year terms in even-numbered years.
 1. Vice President and the Member-at-Large are elected for two-year terms in odd-numbered years.
 2. Board Member elections, by secret ballot, may be held in person or electronically, as determined by the BOD.
 3. In the event if two or more candidates for an office receive an equal number of votes (a "tie vote"), a run-off election will be held for the candidates with the tied vote counts. The run-off election will take place within 48 hours in a manner to be determined by the BOD.
 4. The term of office of newly elected officers shall begin on the first of the month following their election.
 5. Elected Board Members will be limited to three (3) consecutive terms, elected or appointed on the Board, effective from the election following adoption of this provision. A two (2) year/twenty-four (24) months continuous absence from the Board will reset this requirement and the Board Member may be elected or appointed to any office thereafter.
 6. If an office becomes vacant, a replacement shall be elected for the remainder of the term at the next MEMBERSHIP MEETING under the same conditions as in effect for an AGM election.
- B. Duties of the four Elected Officers are;
1. Oversee the activities of the Board.
 2. Appoint any additional Non-Elected Position(s), which may be required by Cal South and/or USSF.
 3. Add additional Non-Elected Board Member positions deemed necessary by the Elected Officers.
- C. Duties of each Officer are described below.
- President;
- a. Perform the duties incident to this office and such other duties as may be required by law. He/she shall be the Association's official public spokesperson.
 - b. Administer the business of SBSRA with the collaboration and consent of the BOD.
 - c. Preside at all meetings of the Membership and of the BOD.
- Vice President:
- a. Exercise the responsibilities of the President in the event of her/his absence or disability.
 - b. Assist the President in the performance of her/his duties.
 - c. Chair the Grievance Committee and select the committee members.
 - d. Manage the Member Ranking process each year and collaborate with the Association's Director of Mentoring and Observation in regard to observations.
- Secretary:



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Prepare draft agendas for Membership Meetings and Board Meetings for review and edits by the Board one (1) week before each meeting and distribute the final agenda to the Board at least thirty-six (36) hours before each meeting,

Take minutes and maintain a record of the minutes of all meetings of the BOD and the Membership for a minimum of seven years, as required by law.

Provide draft Membership Meeting minutes to the Board for review no later than seventy-two (72) hours after each meeting and provide final draft minutes to the Membership no later than one (1) week before the subsequent Membership Meeting for approval by the Membership at that meeting. If the minutes are not made available to the membership one (1) week before the meeting, the approval vote will be delayed until the next Membership meeting.

Provide draft Board Meeting minutes to the Board no later than seventy-two (72) hours after each meeting for review and comments by the Board.

Provide revised, draft Board Meeting minutes to the Board including the comments received from Board Members no later than thirty-six (36) hours before the subsequent Board Meeting for approval by the Board at that meeting.

Process all applications for membership in the Association received from prospective members and members wishing to renew their membership for the forthcoming Membership Year. Following deliberation and decision of the BOD, process membership applications and communicate the results to each applicant.

Maintain an up-to-date roster of all members, including Membership Status, Membership and Cal South Training Meetings attendance.

Review bylaws and other organizational documents to ensure continuing relevancy.

Perform such other duties incident to the office as may be assigned by the BOD, or as required by law.

Member-at-Large:

Serve as the member representative to the BOD for concerns, questions, and suggestions regarding Association operations, including the design and conduct of surveys to obtain member feedback.

Represent any member who appeals a BOD decision to a Grievance Committee, if requested by the member.

Receive and review, in cooperation with the Assignor, all USSF or other match reports generated by SBSRA Referees for all Red Cards (Send-offs), serious injuries, game terminations or other unusual match incidents.

Approve all match reports and forward the reports to the applicable party, as deemed appropriate by the BOD.

The Member-at-Large may not vote on members' disciplinary matters.



VIII NON-ELECTED BOARD MEMBERS

- A. Non-Elected Board Members are appointed each year by the Elected Officers for a one-year term.
- B. Non-Elected Board members serve at the discretion of the Elected Officers.
- C. Non-Elected Board members may be removed by a majority vote of the BOD.
- D. All Non-Elected Board Members must be ratified at the next Membership Meeting after their appointment by a simple majority of the Members in Good Standing through a secret ballot vote. Non-Elected Board members shall serve through the first board meeting after July 1 of each successive year.
- E. If the appointment of a Non-Elected Board Member is not ratified by the Membership, as specified in C. above, the BOD shall propose an alternative candidate at the next Membership Meeting.
- F. If an office becomes vacant during the term, the BOD will appoint a replacement, subject to ratification by the Membership, as described above. The replacement officer will serve the remaining period of that term.
- G. Duties of the Non-Elected Board Members are described below:
 - 1. Treasurer:
 - a. Receive all money due to the Association.
 - b. Deposit collected monies in such depository accounts as designated by the BOD.
 - c. Disburse monies as required and approved by the BOD.
 - d. Maintain adequate and correct books of account, showing receipts and disbursements of the Association and account for its cash and other assets.
 - e. Prepare and serve statements of account for the dues of members and the organization, as necessary.
 - f. Present quarterly financial reports at Membership Meetings.
 - g. Prepare an Association fiscal budget for the BOD as a guideline for expenditures, as specified in Section V. B. and C. above.
 - h. Ensure copies of the Financial Reports are made available to the Membership and stored/archived in a manner so they can be maintained for a minimum of seven years, or as required by law.
 - i. Present draft tax returns to the BOD for the Board to review and approve before the returns are filed. The Association shall maintain copies of the filed tax returns for a minimum of seven years, or as required by law.
 - j. Maintain and manage all risk management activities, including liability insurance for the members, and errors and omissions coverage for the BOD.
 - k. Perform such other duties incident to the office as may be assigned by the BOD, or as required by law.
 - l. Recommend, for BOD approval, one or more non-Board member(s) to perform an informal assessment of the Association's financial records once every two years, covering the prior two years, as described in Section XIII below.



2. Assignor:
 - a. Follow Board approved assigning policies and guidelines, which shall be prepared and presented by Assignor for approval to the BOD on an annual basis, as soon after the AGM as possible.
 - b. Not be influenced by any individual Board Member or Member.
 - c. Assign matches utilizing the Member Rankings, provided by the Vice President as determined by the Member Ranking Committee, identified conflicts of interest, members' availability, suitability of assignment, and other pertinent factors.
 - d. Assist the Member-at-Large with the review of match reports, as described in Section VII, C. 5.
 - e. Collaborate with the Director of Mentoring and Observations to assign referees to facilitate mentoring and observation.
3. Director of Instruction and Training:
 - a. Develop, schedule, and manage instruction, and training courses and clinics for SBSRA members. These training courses and clinics may occur during the normal SBSRA Membership Meetings or at other times agreed upon by the BOD.
4. Director of Mentoring and Observations
 - a. Assign Mentors to SBSRA members for growth and improvement.
 - b. Schedule coaching opportunities for members in response to requests from members to assist with the advancement of their SBSRA ranking or in response from the BOD to review a member's abilities and/or SBSRA ranking.
5. Other Non-Elected Officers - as deemed necessary by the Elected Board Members.

IX ANNUAL GENERAL MEETING

- A. The Annual General Meeting (AGM) shall be held in June of each year.
- B. The date, time and manner of the AGM shall be set by the BOD.
- C. Prior notice of the AGM details shall be e-mailed to each member no later than the preceding Membership Meeting.
- D. The quorum of the AGM shall be 50% of all Members in Good Standing.
- E. All meetings shall be governed by Robert's Rules of Order.
6. For all AGMs with a duly constituted quorum, the Association's Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and shall be made available in a timely fashion to the membership.



X MEMBERSHIP MEETINGS

- A. There shall be a minimum of five Membership Meetings per year.
- B. The date, time and manner of each meeting shall be set by the BOD.
- C. The meeting schedule shall be available on the SBSRA website prior to the meeting or a meeting notice shall be e-mailed to each member at least 48 hours prior to the start of the meeting.
- D. The quorum of the Membership Meeting shall be 25% of all members, including honorary members.
- E. Following a motion for the removal of a Board Member by a member, and a second of the motion by another member, a vote on the motion by secret ballot shall take place. Only members determined to be Members in Good Standing may vote on this matter. A vote to remove a Board Member requires a two-thirds (2/3) majority of the votes cast to remove the Board Member.
- F. For all monthly meetings with a duly constituted quorum, the Association's Secretary, or his/her designate, shall take, record and report minutes of such meeting for approval at the subsequent meeting and shall be made available in a timely fashion to the membership.

XI BYLAWS

- . Changes to the Bylaws may be proposed in the following manner:
 - 1. Bylaws may be changed only during the AGM, the October Membership Meeting or the February Membership Meeting by a vote of a majority of Members in Good Standing, except as noted in 3. below.
 - 2. All proposed Bylaw amendments or the complete, proposed amended Bylaws shall be presented in writing at the Membership Meeting immediately prior to the Membership Meeting at which they will be voted on. Such amendments shall be published in the minutes of that meeting and made available to the members not less than one week prior to the scheduled vote taking place at the Membership Meeting or AGM.
 - 3. The BOD shall form a committee to review the Bylaws in odd numbered years unless the President or Board deems a special review is needed in the interim. Any recommendations provided by this committee shall be presented to the BOD for its review. Subsequent to the feedback received from the BOD, the Bylaws Committee will finalize its recommendation and then submit the recommendation to the Membership for approval, as described above.
 - 4. The BOD shall maintain an archive of prior bylaws/guidelines behind the Membership firewall on the Association's website.



XII MEMBERSHIP CODE OF CONDUCT

- A. Members shall abide by these Bylaws, the SBSRA Guidelines and the United States Soccer Federation, Inc. Policy Manual with respect to referees.
- B. Members shall conduct themselves in a respectable and professional manner.
- C. All charges of a breach of Association conduct against a member shall be made in writing to the President setting forth full details. The President shall notify the member of the charges against him. The member will be given seventy-two (72) hours either to offer a written response or, at her/his option, request a hearing before the BOD.
- D. The President shall present the written charges and the member's response, if any, to the BOD. The BOD shall afford the member a hearing on the charges.
- E. The Board shall decide by majority vote of the total number of Board Members, excluding the Member-at-Large, any actions, penalties and/or fines which it deems appropriate, including suspension and expulsion of the offending member from the Association.
- F. Following the decision of the BOD, the offending member may request an appeal of the decision to the Grievance Committee. This appeal shall be made in writing to the Secretary within seven (7) days of receiving the notice of upheld charges.
- G. The Grievance Committee:
 - 1. The Chairperson of the Grievance Committee shall be the Vice President.
 - 2. In the event that the Vice President is a party to the hearing, the Treasurer, who will act as the Chairperson of the Grievance Committee, shall replace her/him.
 - 3. The Grievance Committee shall be composed of four disinterested members, none of whom may be any other Board members, in addition to the Chairperson and shall be appointed by the Chairperson.
 - 4. The Grievance Committee Chairperson will set up a meeting to be held within seven (7) days of receiving the request for said meeting. The meeting shall be conducted with a representative of the BOD, the aggrieved member, the Member-at-Large, if requested by the Member, or any other SBSRA member acting as an advocate for the aggrieved. With both sides present, they will present their arguments to the Grievance Committee and then leave the meeting.
 - 5. The Grievance Committee, after hearing both sides, shall determine to uphold, modify or dismiss the charge(s) against the member. The Grievance Committee Chairperson shall provide a written notification to the Secretary and the aggrieved member of their decision. Notice shall be delivered within three (3) days of the meeting.
 - 6. The Chairperson shall vote only in the case of a tie vote.
 - 7. The decision of the Grievance Committee shall be final.

XIII INFORMAL ASSESSMENT OF FINANCIAL RECORDS

- A. An assessment of the Association's financial records will be performed every two years, covering the prior two-year fiscal period.
- B. The assessment will be performed by one or more non-Board members, recommended by the Treasurer and selected by the Board.
- C. Following review and approval of the assessment by the Board, the results of the assessment will be presented to the Membership at a Membership Meeting.



- D. The results of the assessment will be maintained and made available to the Membership for a minimum of seven years.
- E. The informal assessment procedures will include, but will not be limited to the following:
 - 1. Identification of policies and procedures regarding the financial records of the Association,
 - 2. Reading of Membership and Board Meeting Minutes,
 - 3. Determination of compliance with all Not-for-Profit status requirements,
 - 4. Verification of Board approved Budgets for Expenses and Membership Dues,
 - 5. Ensuring Association Financial Statements and related Treasurer presentations are maintained for Membership review,
 - 6. Comparison of the Association's annual financial statements and tax returns for consistency,
 - 7. Verification that draft tax returns were presented to the Board for approval prior to filing,
 - 8. Performance of analytical review procedures for related financial statement line items,
 - 9. Testing of a sample of disbursements to source documentation,
 - 10. Testing of a sample of receipts to source documentation and banking records,
 - 11. Testing of membership dues received against cash received and NMI credits given,
 - 12. Determine completeness of the Association's bank accounts and bank statements,
 - 13. Comparison of bank statement transactions to the Association's general ledger,
 - 14. Comparison of the tax reporting documentation (1099s) to payments made to the Association's members.

XIV DISSOLUTION

Upon dissolution or winding up of the Association, any assets remaining after payment, or provision for payment, of all debts and liabilities of the Association shall be distributed to all currently paid-up members or members who have received the New Member Incentive (NMI) credit. The payment to each member will be calculated in the ratio that their dues payments received or value of their NMI credit during the current or most current Membership Year bears to total dues received as recorded in the books of the Association.

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