MINUTES UNITED STATES SOCCER FEDERATION, INC. BOARD OF DIRECTORS MEETING VIDEO CONFERENCE NOVEMBER 16, 2022 6:00 P.M. CENTRAL TIME

PRESENT: Chris Ahrens, Nicole Barnhart, JT Batson, Jessica Berman, Sean Boyle, Lisa Carnoy, John Collins, Cindy Cone, Mike Cullina, Richard Groff, Patti Hart, Michael Karon, Lori Lindsey, Todd Lockhart, Garrison Mason, John Motta, Oguchi Onyewu, Bill Taylor, Juan Uro, Dr. Pete Zopfi

REGRETS: Nelson Akwari, Don Garber, Danielle Slaton

IN ATTENDANCE: Neil Buethe, Emily Cosler, Greg Fike, Leah Holt, Karen Leetzow, Pinky Raina, Ann Seeney, Tim Vernon, David Wright

Cindy Cone called the meeting to order at 6:02 p.m.

Leah Holt announced a quorum.

CONFLICTS OF INTEREST

The meeting began with a request for disclosure of any conflicts of interest. Hearing none, the meeting proceeded.

EXECUTIVE SUMMARY

JT Batson provided the Board an executive summary, including the impressiveness of the team, the forecast, operational observations, and FY'24 proactive management. Discussion ensued.

PARTICIPANT SAFETY

Emily Cosler gave a high-level update on participant safety. She noted that the Board committee met 4-5 times, and it is working to continue to implement resolutions. She also gave an update on the Office of Participant Safety, including hiring a Chief Safeguarding Officer at the start of January. Finally, she reviewed the Participant Safety Taskforce's scope.

COMMERCIAL RIGHTS LAUNCH UPDATE

David Wright gave the Board an update on the buildout of the commercial department, followed by an overview of the 100% renewal rate with current sponsors at a 70% year-over-year increase. He then provided an update on new partners, media, tentpole moments, and opportunities. He next reviewed the challenges.

QATAR 2022 COMMUNICATIONS UPDATE

Ms. Cone thanked the team in Qatar, and then Neil Buethe provided the Board an update on Qatar communications. He noted that things were going well, and that the players wanted the Federation to lead.

BYLAW AMENDMENT PROPOSAL REVIEW

Mr. Batson reviewed the bylaw amendment proposals received to date, noting the November 18 deadline.



PARTICIPANT SAFETY TASKFORCE

Ms Cone reviewed the taskforce. It was **MOVED** to approve the Participant Safety Taskforce membership. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

FY'22 AUDIT REVIEW

Pinky Raina reviewed the FY'22 audit, noting that the Risk, Audit, and Compliance Committee approved. It was **MOVED** to approve the FY'22 audited financial statements. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

AGM 2024 AND 2025 UPDATE

The Board discussed the dates and locations for the 2024 and 2025 locations. It was **MOVED** to approve the dates and locations for the 2024 and 2025 AGM locations. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

WERNER FRICKER TASKFORCE MEMBERS

It was **MOVED** to approve the taskforce members and move Mary Harvey to chair. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

GOVERNANCE TASKFORCE UPDATE

Juan Uro gave the Board an overview of proposed Bylaw 412, which the Governance Taskforce recommended unanimously. Discussion ensued. Next, the Board reviewed the creation of a Membership Advisory Committee using the charter and structure as distributed to the Board prior to the meeting. It was **MOVED** to approve the creation of the Membership Advisory Committee. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

INTERNATIONAL GAMES FEES UPDATE

Michael Karon provided a review of the background of the taskforce and its purpose. He then reviewed two potential allocation methods. Ms. Cone provided the staff recommendation. Discussion ensued regarding the options and membership fees.

Mr. Uro told the Board members to reach out with any questions about the Bylaw proposal.

The meeting adjourned at 7:25 p.m.