

Bylaw 231. LIFE MEMBERS

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Section 2. <u>A voting member of the National Council An Organization Member</u> may recommend to the Board of Directors that an individual be nominated to be a Life Member of the Federation. A recommendation must be submitted to the Secretary General at least <u>180</u> days before the National Council meeting at which the nomination may be considered. The Board may nominate up to two Life Member candidates each year and is not obligated to make any nomination in any year.

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Bylaw 401. Officers

Section 1.

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(c) Other than provided in this section, Nno officer may receive compensation from the Federation except reimbursement of expenses or compensation as a player on a national team. The President will receive a stipend of One Hundred Fifty Thousand Dollars (\$150,000) from the Federation for services provided as President for each calendar year they are in office (pro rata for partial years of service). Notwithstanding the foregoing, if the President is selected for another paid position within soccer as a direct consequence of their role as the Federation's President (e.g. with FIFA or Concacaf, etc.) the President's stipend shall be reduced by half (\$75,000).

Bylaw 431. STANDING AND SPECIAL COMMITTEES

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Section 5.

(a) The Nominating and Governance Committee shall be responsible for overseeing: (1) the process for nominating candidates for elective office and for determining their eligibility to hold office; (2) the orientation and training of new Board members.

(b) The Nominating and Governance Committee shall meet at least four (4) times annually.

(c) The Nominating and Governance Committee shall review and report to the Board on the eligibility of candidates nominated or elected to the Board.

(d) The Nominating and Governance Committee shall oversee the selection and nomination of independent directors, including ensuring that members meet eligibility requirements, independence criteria, and qualifications that may be required by the Board from time to time.

(e) The Nominating and Governance Committee shall oversee the performance review and compensation of the Secretary General.

(f) The Nominating and Governance Committee shall be responsible for examining all applications for membership in the Federation and making recommendations to the Board of Directors and National Council and ensuring all rules and bylaws of submitting organizations abide by the Bylaws and Policies of the Federation and conform to the spirit and intent of Chapter 2205 of Title 36 of the United States Code.

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Bylaw 705. FEDERATION'S SUBMISSION OF JURISDICTION TO ARBITRATION

The Federation shall submit the following to binding arbitration conducted under the auspices of the American Arbitration Association arbitration body selected by the USOPC in accordance with its commercial the rules in effect:

(1) any controversy involving its recognition as a national governing body for the sport of soccer, as provided in the Sports Act and USOPC bylaws; and

(2) any controversy involving the opportunity of any Athlete, coach, trainer, manager, administrator, or official to participate in any amateur athletic competition or the Olympic Games, Pan American Games, World Cup, or any other "protected competition" as defined by the Sports Act and USOPC bylaws.