

MINUTES
UNITED STATES SOCCER FEDERATION, INC.
BOARD OF DIRECTORS MEETING
VIDEO CONFERENCE
MAY 21, 2021
12:00 P.M. CENTRAL TIME

PRESENT: Chris Ahrens, Lisa Baird, Lisa Carnoy, John Collins, Cindy Cone, Carlos Cordeiro, Don Garber, Patti Hart, Lori Lindsey, Richard Moeller, John Motta, Bill Taylor, Tim Turney, Juan Uro, Will Wilson, Dr. Pete Zopfi

REGRETS: Carlos Bocanegra

IN ATTENDANCE: Neil Buethe, Greg Fike, Leah Holt, Alison Kocoras, Karen Leetzow, Kathryn Markgraf, Brian McBride, Ivan Munoz, Melissa Radke, Pinky Raina, Stuart Sharp, Earnie Stewart, Helen Syreggelas, David Wright

Cindy Cone called the meeting to order at 12:07 p.m.

Helen Syreggelas took roll call and announced that a quorum was present.

The meeting was recorded.

APPROVAL OF MINUTES

The Board began by reviewing the minutes from the Board meetings on February 27, 2021, March 22, 2021, April 21, 2021, and the 2021 National Council Meeting. John Collins abstained from voting on the February and March approvals as he was not present at those meetings. It was **MOVED** to approve the minutes. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

CONFLICT OF INTEREST

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

PRESIDENT'S REPORT

Ms. Cone welcomed everyone to the meeting and began with her President's Report. She gave the Board an update on the Governance Task Force, a 33-member task force, noting that it would hold its first meeting the next day. She next asked the Board to approve the appointed members of the U.S. Soccer Standing Committees, Taskforces, and Grievance Panel as outlined in the distributed Board documents. It was **MOVED** to approve the appointed members of the U.S. Soccer Standing Committees, Taskforces, and Grievance Panel. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

Next, Ms. Cone gave the Board an update on the minority participation study and how to remove barriers for minorities choosing soccer.

CEO/SECRETARY GENERAL REPORT



Board of Directors Executive Session Meeting Minutes
May 21, 2021

Will Wilson gave an overview of the meeting agenda.

SPORTING UPDATE

Stuart Sharp began with an overview of the Extended National Teams, including MNT Futsal and WNT and MNT Beach Soccer.

(At this point, Bill Taylor joined the meeting.)

Next, Brian McBride gave the Board a review of the MNT match schedule, and Kate Markgraf provided a review of the WNT schedule. Earnie Stewart then provided the challenges and lessons learned from the U-23 MYNT Olympic Qualifying. Finally, Mr. Stewart gave a review of the Youth Regional ID camps.

FINANCE

Pinky Raina provided the Board an overview of the factors impacting business in FY'21, including key takeaways. She next reviewed the FY'21 actuals preliminary close, including operating and non-operating results.

SAFESPORT

Alison Kocoras gave an overview of the SafeSport reporting requirements and ways to report. She reminded the Board that any allegation of child support must be reported to law enforcement immediately. She next reviewed the SafeSoccer framework revisions and the new Minor Athlete Abuse Prevention Policy.

Greg Fike reviewed the background check process with the Board. Next, he provided the Board an update on membership audits and reviews. John Collins noted that he would be in favor of a task force for the universal background check matter and a task force for audits. Mr. Fike noted that the Federation has a Compliance Department, and made clear that the Federation has not been ignoring its compliance obligations.

USYS PROPOSED BYLAWS

Mr. Fike gave the Board an overview of USYS proposed temporary Bylaw 902 that would: (i) allow the Credentials Committee to utilize 2019, 2020, or 2021 registration numbers (member's choice) for the Youth and Adult Council vote weighting for any special National Council Meeting during 2021 and the 2022 National Council Meeting and (ii) reduce the time to submit a Bylaw amendment to 60 days for any special National Council Meeting held in 2021. After discussion, the Board agreed to amend the time for submitting any Bylaw amendment from 60 days to 35 days. There was a **MOTION** to send both amendments to the National Council. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.

ROONEY RULE

Mr. Fike next reviewed the history of the Rooney Rule and the request that the Board review the rule and consider amending. He noted that this would be referred to the Nominating and Governance Committee for review.

ARMED FORCES SPORTS COUNCIL MEMBERSHIP FEES

Mr. Fike provided the Board the Armed Forces Sports Council's request for relief from the \$10,000 membership fee per year due to the fact that they only serve active-duty military members. He reviewed the recommendation to reduce the membership fee for any Organization Member that exclusively serves active-duty military personnel to \$1,000 per year. This change will need National Council approval. There was a **MOTION** to send the recommendation to the National Council. The motion was **SECONDED**. Hearing no objections, the motion **PASSED** by unanimous consent.



FUTURE MEETINGS

Ms. Cone reviewed the future meetings and thanked Carlos Bocanegra for his service on the Board.

The meeting adjourned at 1:11 p.m.



**U.S. SOCCER FEDERATION VOTE BY MAIL PROCEDURES
FOR
BYLAW AMENDMENT**

Introduction

Bylaw 303 Section 7 permits the Board to submit to members of the National Council proposals for action by mail vote. Additionally, Bylaw 543 permits notices and materials permitted under the Bylaws to be distributed electronically, in accordance with the procedures approved by the Board of Directors. Due to COVID-19, the U.S. Soccer Federation ("Federation") will conduct the following Bylaw Amendment voting by Mail. The following Board-approved procedures will control the process for voting upon temporary Bylaw Amendments. Under Bylaw 803, any amendment to the Bylaws of the Federation requires a two-thirds vote of the National Council.

Preparing and Distributing Ballots

The Credentials Committee will prepare the voter eligibility list based upon the information submitted for the 2020 National Council Meeting and the notices and ballots. Each eligible voter will be entitled to a ballot. Therefore, a list of eligible voters will be prepared before the date election notices and ballots are to be mailed and confirmed with each Organization Member. The ballot with voting instructions can also serve as a notice if it is sent at least 30 days before the ballot must be returned to be counted.

Voting Instructions

The instructions will include the cutoff date for returning the marked ballots and the cutoff date for counting the returned marked ballots. The voting instructions will be detailed on the third-party platform.

Collecting and Tallying Ballots

Ballots shall be collected by a third-party platform.. After the vote is closed, the tally should be conducted promptly by the third-party platform.

Postelection Requirements

The Credentials Committee will publish the results by announcement. All voting records will be preserved for 1 year by the Federation.

URGENT BYLAW AMENDMENT PROPOSED BY USYS

I. PROPOSED AMENDMENT

PART IX – TEMPORARY AMENDMENT DUE TO COVID-19

Bylaw 901. Composition and Voting Changes

Due to COVID-19, for any special meeting of the National Council held in 2021 and the 2022 National Council Meeting, the number of delegates for the Youth Council and Adult Council under Bylaw 302 Section 2(a)(1) and (2) shall be calculated based upon players registered and fees paid for in 2019, 2020, or 2021 (for the 2022 meeting), whichever the Organization Member chooses at least 30 days before the scheduled meeting. This is a temporary Bylaw for any special meeting of the National Council held in 2021 and the 2022 National Council Meeting and shall automatically be removed from the Bylaws on March 31, 2022.

II. RATIONALE

This proposed Bylaw amendment will be the most fair to all Organization Members that are part of the Youth and Adult Councils given unusual registration numbers in 2020 and 2021 due to COVID-19. The Credentials Committee would request that this Bylaw be submitted to the National Council by mail vote given the urgent need to address this matter for any special meeting of the National Council held in 2021 and the 2022 National Council Meeting scheduled for February 26, 2022 or March 5, 2022. The Bylaw will take immediate effect upon passage by 2/3 vote of the National Council and be removed on March 31, 2022 as provided in the Bylaw amendment.

URGENT BYLAW AMENDMENT PROPOSED BY USYS

I. PROPOSED AMENDMENT

PART IX – TEMPORARY AMENDMENT DUE TO THE USOPC REQUIREMENT FOR INCREASED ATHLETE REPRESENTATION ON THE USSF BOARD OF DIRECTORS, NATIONAL COUNCIL, AND COMMITTEES

Bylaw 902. AMENDMENTS

Due to the USOPC requirement for increased athlete representation on the USSF Board of Directors, National Council, and Committees, the deadline for submission of proposed amendments to the USSF Bylaws for any special meeting of the National Council held in 2021, will be reduced from at least 120 days before the National Council meeting at which the proposal is to be considered to at least 60 days before the National Council meeting at which the proposal is to be considered. This is a temporary Bylaw for any special meeting of the National Council held in 2021 and shall automatically be removed from the Bylaws on December 31, 2021.

II. RATIONALE

This proposed Bylaw amendment will allow the National Council to address the governance issues related to the USOPC requirement for increased athlete representation on the USSF Board of Directors, National Council, and Committees in a timely manner. A special meeting of the National Council in 2021 to consider proposed amendments to the Bylaws from the Governance Assembly will allow USSF to come into compliance with the USOPC requirement. The Nominating and Governance Committee would request that this Bylaw be submitted to the National Council by mail vote given the urgent need to address this matter for any special meeting of the National Council held in 2021. The Bylaw will take immediate effect upon passage by 2/3 vote of the National Council and be removed on December 31, 2021 as provided in the Bylaw amendment.