United States Soccer Federation, Inc.

Consolidated Financial Statements and Supplemental Schedules

Years Ended March 31, 2018 and 2017

The report accompanying these financial statements was issued by
BDO USA, LLP, a Delaware limited liability partnership and the U.S. member of
BDO International Limited, a UK company limited by guarantee.

United States Soccer Federation, Inc.

Consolidated Financial Statements and Supplemental Schedules
Years Ended March 31, 2018 and 2017

United States Soccer Federation, Inc.

Contents

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Independent Auditor's Report

The National Board of Directors
United States Soccer Federation, Inc.
Chicago, Illinois

We have audited the accompanying consolidated financial statements of United States Soccer Federation, Inc., which comprise the consolidated statements of financial position as of March 31, 2018 and 2017, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of United States Soccer Federation, Inc. as of March 31, 2018 and 2017, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BDO USA, LLP

Chicago, IL
March 1, 2019

Consolidated Financial Statements

United States Soccer Federation, Inc.

Consolidated Statements of Financial Position

March 31,	**2018**	2017
Assets		
Current Assets		
Cash	**$ 10,396,156**	$ 104,562,185
Cash held in escrow	**1,506,857**	1,366,173
Accounts receivable	**8,815,026**	23,826,365
Prepaid expenses and advances	**2,829,049**	2,972,660
Total Current Assets	**23,547,088**	132,727,383
Noncurrent prepaid expenses	**1,853,961**	2,128,622
Investments		
Undesignated	**161,461,299**	108,671,302
Designated - option plan	**2,167,492**	1,918,159
Software development costs, net	**3,079,640**	11,754
Property and equipment, net	**2,855,098**	2,902,072
Total Noncurrent Assets	**171,417,490**	115,631,909
Total Assets	**$ 194,964,578**	$ 248,359,292

United States Soccer Federation, Inc.

Consolidated Statements of Financial Position

March 31,	**2018**	2017
Liabilities and Net Assets		
Current Liabilities		
Accounts payable and accrued expenses	**$ 21,082,522**	$ 70,333,913
Deferred revenue		
Sponsorship	**2,250,000**	5,250,000
Games	**592,371**	332,365
Referee registration	**1,864,423**	1,504,715
Coaching	**106,950**	88,495
Other	**-**	292,559
Total Current Liabilities	**25,896,266**	77,802,047
Deferred compensation - option plan	**2,167,492**	1,918,159
Total Noncurrent Liabilities	**2,167,492**	1,918,159
Total Liabilities	**28,063,758**	79,720,206
Net Assets		
Unrestricted		
Undesignated	**144,202,974**	145,441,240
Designated - player development	**22,697,846**	22,697,846
Total Unrestricted	**166,900,820**	168,139,086
Temporarily Restricted	**-**	500,000
Total Net Assets	**166,900,820**	168,639,086
Total Liabilities and Net Assets	**$ 194,964,578**	$ 248,359,292

See accompanying notes to consolidated financial statements.

United States Soccer Federation, Inc.

Consolidated Statements of Activities

Year ended March 31, 2018	Unrestricted	Temporarily Restricted	Total
Revenues			
Registration and affiliation fees			
Youth	$ 3,956,015	$ -	$ 3,956,015
Referee	2,880,194	-	2,880,194
Professional	1,406,122	-	1,406,122
Amateur	522,168	-	522,168
Coaches	1,249,980	-	1,249,980
	10,014,479	-	10,014,479
Sponsorship, television, licensing, and royalties	51,985,903	-	51,985,903
National Teams' game revenues	25,313,047	-	25,313,047
International game revenues	4,669,534	-	4,669,534
Player development revenues	2,572,501	-	2,572,501
Coaching school courses	2,043,424	-	2,043,424
Open Cup	1,501,411	-	1,501,411
Olympic Committee funding	749,636	-	749,636
Development and fundraising	1,372,441	-	1,372,441
Other	1,942,225	-	1,942,225
Net assets released from restrictions	500,000	(500,000)	-
Total Revenues	102,664,601	(500,000)	102,164,601
Expenses			
National Teams	71,893,738	-	71,893,738
Management expenses	27,819,116	-	27,819,116
Referee program	4,458,679	-	4,458,679
Coaching program	6,491,586	-	6,491,586
National Board of Directors' and committees' expenses	944,178	-	944,178
Game expenses	(4,276,935)	-	(4,276,935)
Open Cup	1,138,863	-	1,138,863
Annual general meeting expenses	722,972	-	722,972
Total Expenses	109,192,197	-	109,192,197
Change in net assets before investment income	(6,527,596)	(500,000)	(7,027,596)
Investment income (including net unrealized appreciation of $2,662,345 in 2018)	5,289,330	-	5,289,330
Decrease in Net Assets	(1,238,266)	(500,000)	(1,738,266)
Net Assets, beginning of year	168,139,086	500,000	168,639,086
Net Assets, end of year	$ 166,900,820	$ -	$ 166,900,820

United States Soccer Federation, Inc.

Consolidated Statements of Activities

Year ended March 31, 2017	Unrestricted	Temporarily Restricted	Total
Revenues			
Registration and affiliation fees:			
Youth	$ 4,179,035	$ -	$ 4,179,035
Referee	3,154,018	-	3,154,018
Professional	1,222,194	-	1,222,194
Amateur	500,010	-	500,010
Coaches	1,103,035	-	1,103,035
	10,158,292	-	10,158,292
Sponsorship, television, licensing, and royalties	48,887,978	-	48,887,978
National Teams' game revenues	29,593,775	-	29,593,775
Game revenues	189,672,599	-	189,672,599
Hosting	1,200,000	-	1,200,000
International game revenues	2,528,723	-	2,528,723
Player development revenues	1,812,441	-	1,812,441
Coaching school courses	1,754,210	-	1,754,210
Open Cup	999,962	-	999,962
Olympic Committee funding	749,471	-	749,471
Development and fundraising	1,991,075	-	1,991,075
Copa	-	-	-
Other	849,986	-	849,986
Net assets released from restrictions	540,000	(540,000)	-
Total Revenues	290,738,512	(540,000)	290,198,512
Expenses			
National Teams	75,628,186	-	75,628,186
Management expenses	89,459,389	-	89,459,389
Referee program	3,637,419	-	3,637,419
Coaching program	4,662,249	-	4,662,249
National Board of Directors' and committees' expenses	1,109,642	-	1,109,642
Game expenses	45,314,833	-	45,314,833
Hosting	178,100	-	178,100
Open Cup	922,519	-	922,519
Annual general meeting expenses	914,246	-	914,246
Total Expenses	221,826,583	-	221,826,583
Change in net assets before investment income	68,911,929	(540,000)	68,371,929
Investment income (including net unrealized appreciation of $4,720,142 in 2017)	6,855,882	-	6,855,882
Increase (Decrease) in Net Assets	75,767,811	(540,000)	75,227,811
Net Assets, beginning of year	92,371,275	1,040,000	93,411,275
Net Assets, end of year	$ 168,139,086	$ 500,000	$ 168,639,086

See accompanying notes to consolidated financial statements.

United States Soccer Federation, Inc.

Consolidated Statements of Cash Flows

Year ended March 31,	**2018**	2017
Cash Flows From Operating Activities		
(Decrease) increase in net assets	**$ (1,738,266)**	$ 75,227,811
Adjustments to reconcile (decrease) increase in net assets to net cash (used in) provided by operating activities:		
Depreciation and amortization	**435,248**	478,864
Amortization of software development costs	**627,346**	50,821
Realized and unrealized investment gains	**(2,948,323)**	(5,123,219)
Changes in operating assets and liabilities		
Cash held in escrow	**(140,684)**	119,347
Accounts receivable	**55,152,182**	(8,242,405)
Prepaid expenses and advances	**418,272**	(1,051,733)
Accounts payable and accrued expenses	**(89,392,234)**	58,734,851
Deferred revenue	**(2,654,390)**	(70,642,410)
Deferred compensation - option plan	**249,333**	191,662
Net cash (used in) provided by operating activities	**(39,991,516)**	49,743,589
Cash Flows From Investing Activities		
Purchases of investments	**(65,592,677)**	(12,515,479)
Proceeds from sales of investments	**15,501,670**	2,000,000
Capitalization of software development costs	**(3,695,232)**	-
Purchases of property and equipment	**(388,274)**	(39,494)
Net cash used in investing activities	**(54,174,513)**	(10,554,973)
Net (Decrease) Increase in Cash	**(94,166,029)**	39,188,616
Cash, beginning of year	**104,562,185**	65,373,569
Cash, end of year	**$ 10,396,156**	$ 104,562,185

See accompanying notes to consolidated financial statements.

1. Nature of Operations

The United States Soccer Federation, Inc. (the "USSF") was incorporated in New York on June 29, 1914, as a nonprofit corporation. The purpose of the USSF is to promote and govern the game of soccer at all levels in the United States of America.

The USSF is affiliated through membership with the Fédération Internationale de Football Association ("FIFA"), which is the world-governing body of soccer and is comprised of the various national soccer associations. FIFA is responsible for promoting and organizing the game of soccer throughout the world.

The USSF is recognized as the National Governing Body of Soccer in the United States of America by FIFA and the United States Olympic Committee ("USOC"), as provided by the Ted Stevens Olympic and Amateur Sports Act, and operates various national team programs, including the Men's National Team ("MNT") and Women's National Team ("WNT").

The CA2016 Local Organizing Committee LLC ("CA2016 LOC"), a single-member LLC owned by the USSF and formed on October 29, 2014, was established in conjunction with the USSF's agreement with Concacaf, the Confederation of North, Central America and Caribbean Association Football ("Concacaf"), for the purpose of organizing and promoting the Copa América Centenario 2016 tournament held in the United States. Under the agreement, the USSF was established as the official and exclusive local organizing committee to host and stage the tournament. In consideration for the services provided by the CA2016 LOC under the agreement, the CA2016 LOC is entitled to receive ticketing and stadium revenues generated by the tournament games.

The CA2016 Marketing, Inc. ("CA2016 Marketing") was incorporated and formed on February 12, 2016, to provide marketing services for the Copa América Centenario 2016 tournament. The sole owner of the entity is CA2016 LOC. During the term, CA2016 Marketing managed the Commercial Rights worldwide. To enable CA2016 Marketing to provide the services, CA2016 Marketing was authorized by Concacaf and the South America Football Confederation ("CONMEBOL") to act as a collection agent for all amounts due under the Managed Pre-Existing Broadcast License Agreements, and by each Confederation to manage the Commercial Agreements with other persons with respect to the exploitation of the Commercial Rights and to take all other actions it deemed reasonably necessary or advisable to perform the services.

2. Summary of Significant Accounting Policies

Principles of Consolidation

The consolidated financial statements include the accounts of USSF and CA2016 LOC, which in turn includes the accounts of CA2016 Marketing. Inter-entity transactions and balances have been eliminated in consolidation. The USSF, together with CA2016 LOC and CA2016 Marketing, are referred to herein as the "Federation."

Basis of Presentation

The accompanying consolidated financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of American ("U.S. GAAP"). These consolidated financial statements report amounts separately by class of net assets. The separate classes of assets are defined as unrestricted net assets and temporarily restricted net assets. The Federation currently has no permanently restricted net assets. Unrestricted net assets include all resources that are not subject to contributor-imposed restrictions. Unrestricted net assets also include board-designated funds. Temporarily restricted net assets include resources that are subject to contributor stipulations that limit the use of the contributed assets. When a contributor restriction expires, that is when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Consolidated Statement of Activities as net assets released from restrictions (see Note 7).

Recent Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2014-09, *"Revenue from Contracts with Customers (Topic 606),"* which established a comprehensive revenue recognition standard for virtually all industries under U.S. GAAP, including those that previously followed industry-specific guidance such as real estate, construction, and software industries. The core principle of the guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services. ASU 2014-09 is effective for non-public entities for annual periods beginning after December 15, 2018. Earlier adoption is permitted subject to certain limitations. ASU 2014-09 is to be applied using one of two retrospective application methods. Management is currently evaluating the impact of the adoption of ASU 2014-09 on its consolidated financial statements and has not yet determined the method of adoption.

In February 2016, the FASB issued ASU 2016-02, "*Leases (Topic 842*)*."* This ASU requires a lessee to record, for all leases with a lease term of more than 12 months, an asset representing its right to use the underlying asset for the lease term and a liability to make lease payments. For leases with a lease term of 12 months or less, a practical expedient is available whereby a lessee may elect, by class of underlying asset, not to recognize a right-of-use asset or lease liability. A lessee making this accounting policy election would recognize lease expense over the term of the lease, generally in a straight-line pattern. This guidance is effective for financial statements issued for fiscal years beginning after December 15, 2019. Early adoption is permitted. In transition, a lessee and a lessor will recognize and measure leases at the beginning of the earliest period presented using a modified retrospective approach. The modified retrospective approach includes a number of optional practical expedients. These practical expedients relate to identifying and classifying leases that commenced before the effective date, initial direct costs for leases that commenced before the effective date, and the ability to use hindsight in evaluating lessee options to extend or terminate a lease or to purchase the underlying asset. ASU 2018-11 was issued in June 2018 that also permits entities to choose to initially apply ASU 2016-02 at the adoption date and recognize a cumulative-effect adjustment to the opening balance of net assets in the period of adoption. Management is currently evaluating the impact of this ASU on its consolidated financial statements.

In August 2016, the FASB issued ASU 2016-14, "*Not-for-Profit Entities (Topic 958) and Health Care Entities (Topic 954) – Presentation of Financial Statements of Not-for-Profit Entities."* ASU 2016-14 amends the current reporting model for nonprofit organizations and enhances their required disclosures. The major changes include: (a) requiring the presentation of only two classes of net assets now entitled "net assets without donor restrictions" and "net assets with donor restrictions," (b) modifying the presentation of underwater endowment funds and related disclosures, (c) requiring the use of the placed-in-service approach to recognize the expirations of restrictions on gifts used to acquire or construct long-lived assets absent explicit donor stipulations otherwise,

(d) requiring that all nonprofits present an analysis of expenses by function and nature in either the statement of activities, a separate statement, or in the notes and disclose a summary of the allocation methods used to allocate costs, (e) requiring the disclosure of quantitative and qualitative information regarding liquidity and availability of resources, (f) presenting investment return net of external and direct expenses, and (g) modifying other financial statement reporting requirements and disclosures intended to increase the usefulness of nonprofit financial statements. The ASU is effective for the Federation's consolidated financial statements for fiscal years beginning after December 15, 2017. Early adoption is permitted. The provisions of the ASU must be applied on a retrospective basis for all years presented although certain optional practical expedients are available for the periods prior to adoption. Management is currently evaluating the impact of this ASU on its consolidated financial statements.

In June 2018, the FASB issued ASU 2018-08, *"Not-for-Profit Entities (Topic 958), Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made."* This ASU was issued to standardize how grants and other contracts received and made are classified across the sector, as either an exchange transaction or a contribution. The standard provides guidance to assist in the determination of whether a transaction is a contribution or an exchange transaction. If the transaction is deemed to be a contribution the guidance provides factors to consider with regard to whether the contribution is conditional or unconditional. For contributions received, if determined to be an unconditional contribution, the determination will then need to be made as to whether the contribution is restricted. The ASU will assist in the determination of the nature of the transaction which will then govern the revenue and expense recognition methodology and timing of the transaction. The ASU is effective for transactions in which the entity serves as the resource recipient to annual periods beginning after December 15, 2018. Management is currently evaluating the impact of this ASU on its consolidated financial statements.

Cash

The Federation considers all unrestricted highly liquid financial instruments with an original maturity of three months or less to be cash. The Federation maintains its cash in bank deposit accounts at JPMorgan Chase Bank, which at times may exceed federally insured limits of $250,000. The Federation has not experienced any losses in such accounts and does not believe it is exposed to any significant credit risk on cash.

Cash Held in Escrow

The Federation receives cash deposits from the organizers of impending international games. After the international games to which the deposits relate are played and game reports filed, the Federation distributes the deposits, plus other fees received, to the appropriate recipients. These funds are distributed based on a predetermined percentage of the total ticket sales for each respective international game. One of the recipients of such distributions is the Federation.

Accounts Receivable

Accounts receivable are comprised primarily of Men's and Women's National Teams' game revenue, player registration fees, and contractual marketing revenue. The Federation closely reviews all outstanding accounts receivable and follows up on all delinquent amounts in a timely manner. Delinquency status is determined based on the recent payment history of the customer. Amounts are considered uncollectible only when the customer is unable to provide collateral for the amount outstanding or commit to a payment plan. The allowance for doubtful accounts as of March 31, 2018 and 2017 was approximately $94,000.

Investments

Investments are carried at estimated fair value according to the guidance in the *"Fair Value Measurements and Disclosures"* Topic of the FASB Accounting Standards Codification ("ASC") 820-10. Under this guidance, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date. The fair value of the Federation's investments is generally based on year-end published quotations.

Cash, securities transactions receivable, and obligations are carried at cost, which approximates fair value because of the short maturity of these instruments.

Marketable securities, including cash equivalents and U.S. and non-U.S. equities, are reflected at market values based on quoted prices. Fixed income securities, including U.S. government and corporate obligations, traded in active markets on national and international securities exchanges are valued at closing prices on the last business day of each period presented. Securities traded in markets that are not considered active are valued based on quoted market prices, broker or dealer quotations, or alternative pricing sources with reasonable levels of transparency. Securities that trade infrequently and therefore have little or no price transparency are valued using the Federation's investment managers' best estimates. In general, corporate bonds are valued based on yields currently available on comparable securities of issuers with similar credit ratings. Investments in U.S. government bonds are estimated using best available trade data.

The Federation's investments are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to these risk factors, it is possible that changes in the value of investments could occur in the near term that could materially affect the amounts reported in the consolidated financial statements.

Property and Equipment

Property and equipment, including leasehold improvements, are recorded at cost net of accumulated depreciation and amortization. Significant property and equipment purchases are capitalized; expenditures for repairs and maintenance are charged to expense as incurred. Depreciation and amortization are provided on a straight-line basis over estimated useful lives of five years for furniture, equipment and vehicles, three years for computer equipment and software, 20 years for building and building improvements and the shorter of the useful life or the lease term for leasehold improvements.

Contributions

Contributions received are in consideration of the existence or nature of any contributor restrictions. All contributions are considered to be available for unrestricted use unless specifically restricted by the contributor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support that increases those net asset classes. When a temporary restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Consolidated

Statements of Activities as net assets released from restrictions. The Federation presents restricted contributions whose restrictions are met in the same reporting period as unrestricted contributions.

Revenue Recognition

Registration and Affiliation Fees

All member organizations of the Federation that register players are required to pay a referee or player registration fee for services provided by the Federation. Player fees are determined by whether a player is registered as a youth, adult, or professional player. Fees paid to the Federation are $1.00 for each registered youth player, and $2.00 for each registered adult player. The revenue for youth and adult fees is recognized when individuals register. Referee registration fees are recognized over the applicable term, which is the calendar year. Professional teams and affiliation fees are recognized when invoiced.

Game Revenues - COPA América Centenario

Game Revenues are comprised of the ticketing, merchandise and other ancillary stadium revenues generated from the COPA América Centenario tournament, which were collected by CA2016 LOC.

Hosting - COPA América Centenario

Hosting revenue reflects the fee retained by CA2016 Marketing for its services in managing the commercial activity of the COPA América Centenario tournament.

COPA

This amount represents the Federation's portion of surplus generated from the COPA América Centenario tournament by CA2016 LOC, and is eliminated in consolidation.

Coaching Courses

Fees for providing coaching educational courses are recognized in the period in which the session is held and recognized when funds are received for state hosted courses.

Olympic Committee Funding

The United States Olympic Committee provides grants to the Federation to support its mission as the National Governing Body of Soccer in the United States. Funding from the USOC is recognized as temporarily restricted revenue when received and reclassified as net assets released from restrictions in the Consolidated Statement of Activities when the amounts are expended.

National Team Games and International Games

National Team games and international games revenue is recognized in the period (fiscal year) in which the games are played. The Federation recognizes revenue earned from international games net of amounts remitted to third parties.

Sponsorship, Television, Licensing and Royalties

The Federation has two major agreements relating to its marketing rights: a marketing representation agreement with Soccer United Marketing, LLC (“SUM”) and a sponsorship and license agreement with Nike, Inc. (“Nike”). Revenue from these agreements is recognized as earned, according to the terms of the agreements (See Note 3).

Open Cup

Dating back to 1914, the U.S. Open Cup is the oldest soccer competition in the United States and is among the oldest in the world. Open to all affiliated amateur and professional teams in the United States who qualify, the annual U.S. Open Cup is a single-elimination tournament organized and run by the Federation. Revenue from the tournament is recognized from team entry and hosting fees received.

Player Development

Player development revenue includes an annual grant from FIFA and Development Academy Club registrations. The Development Academy Program, launched by the USSF in 2007, focuses on positively impacting everyday club environments to assist in maximizing youth player development across the country. The Academy values individual development of elite players over winning trophies and titles, sets the standard for elite environments for youth soccer clubs nationwide, and is a part of USSF's global leadership position in youth soccer that will impact thousands of players. The Academy has 199 total clubs.

Development and Fundraising

In support of its non-profit mission, the Federation actively seeks philanthropic contributions from individuals and family foundations. The process to cultivate these donations includes many different opportunities that already have a revenue component, including VIP experiences for MNT and WNT events, the World Cup Patrons Program, fundraisers, and networking events held throughout the United States.

Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements and accompanying notes. Management bases these estimates and assumptions upon historical experience, existing known circumstances, authoritative accounting pronouncements and other factors that management believes to be reasonable. Actual results could differ from those estimates.

3. Sponsorship Agreements

Soccer United Marketing (“SUM”)

In January 2004, the Federation entered into a marketing representation agreement with SUM with a term ending in December 2010. In October 2007, the term of this agreement was extended through December 31, 2014. From January 1, 2015 through January 18, 2018, the Federation operated under a memorandum of understanding with SUM while a new agreement was formalized. In January 2018, the agreement, under the same financial terms, was formally executed and runs through December 31, 2022. In accordance with this agreement, the Federation receives annual, guaranteed cash compensation that is recognized evenly over the calendar year to which the compensation relates. After certain revenue limits are reached, additional funding above the annual guarantee can be realized based on revenue sharing provisions within the agreement. The Federation recognizes revenue earned under this agreement net based on amounts received from SUM. Most third-party sponsorship, television, licensing and royalty revenues (excluding those received from Nike) are paid to SUM, and SUM pays the Federation annual guaranteed compensation. Revenue under the agreement approximated $27,250,000 and $26,250,000 for the years ended March 31, 2018 and 2017, respectively. The Federation was due receivables of $419,710 and $7,133,171 from SUM at March 31, 2018 and 2017, respectively. Also refer to Note 10, Related Parties.

Nike

In October 1997, the Federation entered into a sponsorship and license agreement with Nike with a term of ten years. This agreement was amended effective January 1, 2004 with a revised termination date of December 31, 2014. In accordance with the agreement, the Federation received annual base compensation that was recognized evenly over the calendar year to which the compensation related, and performance bonus payments and merchandise royalties that were recognized as earned. The agreement also called for Nike to provide the Federation with an equipment allotment annually, which was recognized as revenue at estimated wholesale prices (fair value) and an offsetting expense when the equipment was received by the Federation. In addition, the agreement called for the Federation to receive a commitment bonus that was designated for specific programs. The commitment bonus was due to the Federation in specified amounts during the term of the agreement, which was recognized evenly over the remaining term from the point received.

On November 8, 2013, the Federation entered into a new sponsorship and license agreement with Nike, which is effective from January 1, 2015 through December 31, 2022. Over the term Nike will pay the Federation cash compensation including annual base compensation, minimum royalty guarantee payments, and discretionary funds. The agreement also provides for annual product supply allowances for the national teams' players, coaches, and staff members. Additionally, the agreement provides for performance bonuses based on the MNT and WNT performance at various competitions.

For the year ended March 31, 2018, revenue under the agreement approximated $24,624,000, which includes $16,000,000 of base compensation, $3,413,000 of equipment, and $5,211,000 of merchandise royalties. For the year ended March 31, 2017, revenue under the agreement approximated $22,177,000, which includes $16,000,000 of base compensation, $3,177,000 of equipment, and $3,000,000 of merchandise royalties.

4. Investments and Fair Value Measurements

Under the Federation's investment policy, the Board of Directors and its appointed Finance Committee, which is comprised of certain Board members, has responsibility for approval of the Federation's investment risk profile, asset allocations, money managers and investment consultant. The finance department, with oversight from the Chief Executive Officer, has been delegated the responsibilities of reviewing and tracking the Federation's investments, working and communicating with the investment consultants and reporting results quarterly to the Finance Committee and at a minimum of once per year to the Board of Directors. There were no changes in fiscal years 2018 and 2017 to the investment policy.

Investment income consists of the following:

Year ended March 31,	**2018**	2017
Investment dividends and interest	**$ 2,591,820**	$ 1,951,899
Fees	**(250,813)**	(219,236)
Net realized gains	**285,978**	403,077
Unrealized appreciation	**2,662,345**	4,720,142
	$ 5,289,330	$ 6,855,882

The Federation follows ASC 820-10, "*Fair Value Measurements,*" which defines fair value, establishes a framework for measuring fair value in U.S. GAAP and expands disclosures about fair value measurements.

Fair value measurement is based on a hierarchy of observable or unobservable inputs. The standard describes three levels of inputs that may be used to measure fair value.

Level 1 – Inputs to the valuation methodology are quoted prices available in active markets for identical investments as of the reporting date;

Level 2 - Inputs to the valuation methodology other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and the fair value can be determined through the use of models or other valuation methodologies; and

Level 3 - Inputs to the valuation methodology are unobservable inputs in situations where there is little or no market activity of the asset and liability and the reporting entity makes estimates and assumptions relating to the pricing of the asset or liability including assumptions regarding risk.

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The following tables set forth, by level within the fair value hierarchy, the Federation's financial assets that were accounted for at fair value on a recurring basis as of March 31, 2018 and 2017. As required by ASC 820-10, assets and liabilities are classified in their entirety based on the lowest level input that is significant to the fair value measurement. The Federation's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect its placement within the fair value hierarchy levels.

		Recurring Fair Value Measurements At Reporting Date Using:		
Description	Fair Value as of March 31, 2018	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments:				
Corporate bonds	$ 78,036,003	$ -	$ 78,036,003	$ -
Bank loan fund	22,910,345	-	22,910,345	-
Equity mutual funds	54,224,169	54,224,169	-	-
Cash and cash equivalents	1,572,925	1,572,925	-	-
	156,743,442	55,797,094	100,946,348	-
Investments measured at NAV:				
United States Olympic Endowment Investment (1)	6,885,349	-	-	-
Total Investments	$ 163,628,791	$ 55,797,094	$ 100,946,348	$ -

		Recurring Fair Value Measurements At Reporting Date Using:		
Description	Fair Value as of March 31, 2017	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments:				
Common stocks - Small cap	$ 3,341,103	$ 3,341,103	$ -	$ -
Corporate bonds	28,159,154	-	28,159,154	-
Bank loan fund	19,355,513	-	19,355,513	-
Government securities	15,498,668	-	15,498,668	-
Equity mutual funds	34,010,272	34,010,272	-	-
Cash and cash equivalents	3,990,796	3,990,796	-	-
	104,355,506	41,342,171	63,013,335	-
Investments measured at NAV:				
United States Olympic Endowment Investment (1)	6,233,955	-	-	-
Total Investments	$ 110,589,461	$ 41,342,171	$ 63,013,335	$ -

(1) In accordance with the adoption of ASU 2015-07, certain investments that are measured at fair value using the net asset value ("NAV") per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Consolidated Statements of Financial Position.

The U.S. Olympic Endowment Investment represents the Federation's investment in a pooled account with the United States Olympic Endowment. The underlying securities of the pooled investment account are comprised of cash, common stocks, corporate bonds, mutual funds, U.S. Treasury notes, convertible securities, hedge equity funds, limited partnerships, real estate funds, private equity funds, bond fund trusts and fund of funds. The fair value of this investment has been estimated using the NAV per share of the investment as reported by the investment fund. Redemptions can be made at any time at NAV, upon 90 days' notice. The Federation does not have any open commitments to make additional investments to the fund at March 31, 2018.

5. Intangible Assets

Intangible assets include capitalized software development costs and are amortized over the remaining estimated economic life of the product, which is primarily the straight-line method. Capitalized software development costs are tested for impairment on an annual basis by comparing the net realizable value (estimated using undiscounted future cash flows) to the carrying value of the software. If the carrying value of the software exceeds its net realizable value, an impairment charge would be recorded in the period in which the impairment is incurred equal to the amount of the difference between the carrying value and estimated undiscounted future cash flows. The Federation determined that no impairment has occurred during 2018 and 2017.

All research and development costs incurred prior to the point at which management believes a project has reached technological feasibility or incurred in the preliminary stages of development are expensed as incurred.

As of March 31, 2018 and 2017, the total amount of unamortized capitalized software development costs was $3,079,640 and $11,754, respectively. Amortization of capitalized software development costs was $627,346 and $50,821 for 2018 and 2017, respectively, and is included in management expenses on the Consolidating Statements of Activities.

Estimated aggregate amortization expense for capitalized software development costs for the remaining periods is as follows:

Year ending March 31,	Amount
2019	$ 1,231,174
2020	1,231,174
2021	617,292
	$ 3,079,640

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6. Property and Equipment

A summary of property and equipment is as follows:

March 31,	**2018**	2017
Building	**$ 417,759**	$ 417,759
Building improvements	**452,494**	152,611
Furniture and equipment	**2,891,169**	2,802,778
Vehicles	**82,037**	82,037
Leasehold improvements (Note 8)	**5,922,145**	5,922,145
	9,765,604	9,377,330
Less accumulated depreciation and amortization	**(6,910,506)**	(6,475,258)
	$ 2,855,098	$ 2,902,072

Depreciation expense was $435,248 and $478,864 for the years ended March 31, 2018 and 2017, respectively.

7. Restrictions of Net Assets

Temporarily restricted net assets are available as follows:

March 31,	**2018**	2017
For initiatives in the Federation's discretion - Nike	**$ -**	$ 500,000
	$ -	$ 500,000

8. Income Taxes

USSF qualifies as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code ("IRC") and, accordingly, is only subject to federal or state income taxes on specific types of income from activities that are unrelated to its exempt purpose. USSF had no income from unrelated activities and has no income taxes due as of March 31, 2018 and 2017.

CA2016 LOC is a single member limited liability company that is exempt from federal income tax under Section 501(c)(3) of the IRC. CA2016 Marketing is a taxable corporation whose sole stockholder is CA2016 LOC. Income taxes were de minimis as a result of the 2017 activities of CA2016 Marketing.

The Federation's application of the accounting standards regarding uncertain tax positions had no effect on its financial position as management believes the Federation has no material unrecognized income tax benefits, including any potential risk of loss of its not-for-profit tax status. The Federation would account for any potential interest or penalties related to possible future liabilities for unrecognized income tax benefits as income tax expense.

9. Commitments and Contingencies

From time to time, the Federation is involved in litigation that arises in the ordinary conduct of its business. The Federation believes that any such litigation will not have a material adverse impact on the financial position or the results of operations as of March 31, 2018 and 2017, or for the fiscal years then ended.

The Federation provides benefits under The U.S. Soccer Federation Option Plan (the "Plan"), effective January 1, 1999, which is designed to accumulate retirement funds for the CEO/Secretary General. The Plan allows the participant to defer up to 100% of his compensation for the right to buy a variety of mutual funds equal to the deferred compensation he would have otherwise received. The Plan is administered by the Federation. The fair value of the underlying securities purchased to cover the options was $2,167,492 and $1,918,159 as of March 31, 2018 and 2017, respectively. The balance is reflected as an investment and a liability within the Consolidated Statements of Financial Position, and changes in fair value are recorded as investment income and expense. Until such time as the IRS regulations are amended or changed, no further options of this type will be granted.

Sponsorships

In furtherance of its mission, the Federation has negotiated sponsorship contracts and training facility agreements with various entities pursuant to which such entities provide cash, equipment and/or practice facilities for national teams and other activities over agreed-upon periods. The Federation is required to fulfill various obligations for the benefit of its sponsors and other entities under the sponsorship contracts. These obligations are recognized in the Federation's consolidated financial statements as they are incurred.

Anschutz Southern California Sports Complex

The Federation has entered into a long-term agreement with Anschutz Southern California Sports Complex for the use of the National Training Center, which became effective February 20, 2002, and will continue for 25 years from that date. The agreement consists of a building lease with an annual lodging guarantee. The agreement provides for the Federation to pay an annual fee over the entire term of the lease, amounting to $250,000 per year over the first three years of the lease, after which the fee is subject to annual Consumer Price Index increases. In conjunction with the agreement, the Federation was originally required to make capital improvements to the facility totaling at least $6,000,000, but the total was subsequently reduced due to construction changes. As of March 31, 2018, the Federation has capitalized leasehold improvements approximating $5,922,000, which are being amortized over the shorter of the useful life of the improvement or the life of the lease.

Frisco Stadium, LP

The Federation entered into a long-term agreement with Frisco Stadium, LP ("FSLP") for the use of Pizza Hut Park's training and educational facilities for the benefit of Federation national teams and other organizational members. The agreement became effective October 16, 2006, and continues through December 31, 2025, with an automatic renewal to December 31, 2026, available without any action on behalf of the parties. The Federation made four payments to FSLP to offset construction costs totaling $5,000,000. The payments are being amortized to expense over the term of the agreement. The unamortized balance recorded as prepaid expense amounted to $2,128,664 and $2,403,320 at March 31, 2018 and 2017, respectively.

Leases

The Federation's leases are comprised of the Anschutz Southern California Sports Complex lease, as well as certain vehicle and equipment leases. The estimated future minimum lease payments under leases with terms in excess of one year are as follows.

Year ending March 31,		Amount
2019	$	335,817
2020		341,802
2021		347,345
2022		350,794
2023		357,109
2024 and thereafter		1,493,881
	$	**3,226,748**

Rental expense was $451,576 and $507,005 for the years ended March 31, 2018 and 2017, respectively.

10. Related Parties

The U.S. Soccer Federation Foundation (the "Soccer Foundation") was organized on June 10, 1991, as a 501(c)(3) organization to assume the net assets of World Cup USA 1994. The Soccer Foundation's purpose is to manage the surplus funds from World Cup USA 1994 in order to create a permanent legacy for soccer in the United States through the funding of projects designated for long-term growth of the game and in support of the Federation's vision to make soccer a preeminent sport recognized for excellence in participation, spectator appeal, international competition and gender equity. The Federation and the Soccer Foundation share a common board member.

The National Soccer Hall of Fame (the "Hall of Fame"), with cooperation from the Federation, maintains the historical archives of American soccer and promotes soccer through educational programs and newsletters. The Hall of Fame is an organization exempt from income taxes pursuant to Section 501(c)(3) of the IRC. The Federation and the Hall of Fame share three board members.

National Women's Soccer League, LLC ("NWSL") was formed on December 12, 2012, and functions as a Division I professional women's soccer league. As of the date of these financials, NWSL is owned by its nine member teams and an entity controlled by A+E Lifetime. The Federation is not a Member of NWSL but, pursuant to the NWSL's limited liability company agreement, was appointed as Manager of NWSL and, in this capacity, the Federation performs management, governance, operational, administrative, and advisory services for NWSL. The management agreement is currently effective through December 31, 2019. The Federation does not receive any management fees or rent from NWSL as part of the arrangement but does receive expense reimbursement. One of NWSL's members is also a Federation Board member.

Professional Referee Organization LLC ("PRO") was formed on April 27, 2012 and commenced operations in November 2012. PRO was formed for the purpose of administering a professional soccer referee program in the United States, and to improve the quality of professional refereeing in North America through training administered by the program. The Federation is a member to the LLC agreement along with Major League Soccer, LLC ("MLS"). The agreement provides that the

Federation is obligated to make an annual contribution based on a percentage of defined Shared Expenses, as well as 100% of certain non-shared expenses, over the term of PRO, which is initially five years, with an option for the members to mutually extend the term for an additional five years. The contribution requirement is determined on PRO's calendar-year basis. For calendar year 2013, the Federation was required to make a minimum capital contribution for shared expenses of $1,100,000, with a maximum capital contribution of $1,400,000. For all calendar years during the term of the agreement, the minimum and maximum capital contribution amounts increase by 3% over the prior year. During fiscal year ended March 31, 2017, the Federation's Board approved funding in the amount of $1,300,000 to help fund the Video Assistant Referee ("VAR") program to support testing of the system by certain professional leagues starting in the 2017-2018 season. The Federation incurred approximately $1,576,000 and $1,998,000 of expenses related to PRO and VAR during fiscal 2018 and 2017, respectively, which are included in the Referee program expense on the Consolidated Statements of Activities.

As described in Note 3, the Federation is party to a marketing representation agreement with SUM. The CEO of SUM, and commissioner of MLS, is also a board member of the Federation by virtue of being elected by the Pro Council of U.S. Soccer.

11. National Teams

National Teams' expenses were as follows:

Year ended March 31,	**2018**	2017
Youth National Teams and Player Development	**$ 27,352,300**	$ 23,185,639
Men's National Team	**14,629,768**	22,431,110
Women's National Team	**17,132,303**	13,711,236
National Team Coaching	**5,048,815**	7,878,540
Equipment and Supplies	**3,412,546**	3,177,732
Event Management	**810,339**	580,771
National Training Center	**526,403**	634,883
Paralympic National Team	**1,183,212**	858,399
National Women's Soccer League	**1,663,430**	2,390,703
Futsal National Team	**-**	127,690
Beach Soccer National Team	**134,622**	651,483
	$ 71,893,738	$ 75,628,186

12. Defined Contribution Plan

The Federation has a 401(k) defined-contribution plan that is available to eligible full-time employees, excluding employees covered by collective bargaining agreements, who have met certain length-of-service requirements. The Plan provides for deferred salary contributions by the plan participants and discretionary matching contributions by the Federation up to a maximum of 6% of eligible compensation. There were no discretionary matching contributions for fiscal years 2018 and 2017. In addition, the Federation makes a non-elective Safe Harbor contribution of 3% of eligible compensation. Contributions by the Federation were $787,107 and $676,258 for the years ended March 31, 2018 and 2017, respectively.

13. Labor Agreements

The players on the senior Men's and Women's National Teams are each covered by a collective bargaining agreement ("CBA"). The Men's National Team CBA expires on December 31, 2018 and will be negotiated for renewal. The Women's National Team CBA expires on December 31, 2021.

14. Subsequent Events

The Company evaluated these consolidated financial statements for subsequent events through March 1, 2019, the date the consolidated financial statements were available to be issued. No other material subsequent events have occurred through March 1, 2019, which require recognition or disclosure in these consolidated financial statements.

Supplemental Schedules

United States Soccer Federation, Inc.

Consolidating Statements of Financial Position

March 31,	2018					2017				
	USSF	**CA2016 LOC**	**CA2016 Marketing**	**Eliminations**	**Total**	USSF	CA2016 LOC	CA2016 Marketing	Eliminations	Total
Assets										
Current Assets										
Cash	$ 1,552,109	$ 4,854,012	$ 3,990,035	$ -	$ 10,396,156	$ 3,178,182	$ 68,434,632	$ 32,949,371	$ -	$ 104,562,185
Cash held in escrow	1,506,857	-	-	-	1,506,857	1,366,173	-	-	-	1,366,173
Accounts receivable	6,696,899	352,366	1,765,761	-	8,815,026	52,361,686	8,109,761	3,495,761	(40,140,843)	23,826,365
Prepaid expenses and advances	2,829,049	-	-	-	2,829,049	2,972,660	-	-	-	2,972,660
Total Current Assets	12,584,914	5,206,378	5,755,796	-	23,547,088	59,878,701	76,544,393	36,445,132	(40,140,843)	132,727,383
Noncurrent prepaid expenses	1,853,961	-	-	-	1,853,961	2,128,622	-	-	-	2,128,622
Investments										
Undesignated	161,461,299	-	-	-	161,461,299	108,671,302	-	-	-	108,671,302
Designated - option plan	2,167,492	-	-	-	2,167,492	1,918,159	-	-	-	1,918,159
Software development costs, net	3,079,640	-	-	-	3,079,640	11,754	-	-	-	11,754
Property and equipment, net	2,855,098	-	-	-	2,855,098	2,902,072	-	-	-	2,902,072
Total Noncurrent Assets	171,417,490	-	-	-	171,417,490	115,631,909	-	-	-	115,631,909
Total Assets	$ 184,002,404	$ 5,206,378	$ 5,755,796	$ -	$ 194,964,578	$ 175,510,610	$ 76,544,393	$ 36,445,132	$ (40,140,843)	$ 248,359,292

United States Soccer Federation, Inc.

Consolidating Statements of Financial Position

March 31,					2018					2017
	USSF	**CA2016 LOC**	**CA2016 Marketing**	**Eliminations**	**Total**	USSF	CA2016 LOC	CA2016 Marketing	Eliminations	Total
Liabilities and Net Assets										
Current Liabilities										
Accounts payable and accrued expenses	**$ 14,365,782**	**$ 1,289,094**	**$ 5,427,646**	**$ -**	**$ 21,082,522**	$ 17,127,921	$ 57,229,853	$ 36,116,982	$ (40,140,843)	$ 70,333,913
Deferred revenue										
Sponsorship	**2,250,000**	**-**	**-**	**-**	**2,250,000**	5,250,000	-	-	-	5,250,000
Games	**592,371**	**-**	**-**	**-**	**592,371**	332,365	-	-	-	332,365
Referee registration	**1,864,423**	**-**	**-**	**-**	**1,864,423**	1,504,715	-	-	-	1,504,715
Coaching	**106,950**	**-**	**-**	**-**	**106,950**	88,495	-	-	-	88,495
Other	**-**	**-**	**-**	**-**	**-**	292,559	-	-	-	292,559
Total Current Liabilities	**19,179,526**	**1,289,094**	**5,427,646**	**-**	**25,896,266**	24,596,055	57,229,853	36,116,982	(40,140,843)	77,802,047
Deferred compensation - option plan	**2,167,492**	**-**	**-**	**-**	**2,167,492**	1,918,159	-	-	-	1,918,159
Total Noncurrent Liabilities	**2,167,492**	**-**	**-**	**-**	**2,167,492**	1,918,159	-	-	-	1,918,159
Total Liabilities	**21,347,018**	**1,289,094**	**5,427,646**	**-**	**28,063,758**	26,514,214	57,229,853	36,116,982	(40,140,843)	79,720,206
Net Assets										
Unrestricted:										
Undesignated	**139,957,540**	**3,917,284**	**328,150**	**-**	**144,202,974**	125,798,550	19,314,540	328,150	-	145,441,240
Designated - player development	**22,697,846**	**-**	**-**	**-**	**22,697,846**	22,697,846	-	-	-	22,697,846
Total Unrestricted	**162,655,386**	**3,917,284**	**328,150**	**-**	**166,900,820**	148,496,396	19,314,540	328,150	-	168,139,086
Temporarily Restricted	**-**	**-**	**-**	**-**	**-**	500,000	-	-	-	500,000
Total Net Assets	**162,655,386**	**3,917,284**	**328,150**	**-**	**166,900,820**	148,996,396	19,314,540	328,150	-	168,639,086
Total Liabilities and Net Assets	**$ 184,002,404**	**$ 5,206,378**	**$ 5,755,796**	**$ -**	**$ 194,964,578**	$ 175,510,610	$ 76,544,393	$ 36,445,132	$ (40,140,843)	$ 248,359,292

United States Soccer Federation, Inc.

Consolidating Statements of Activities

Year ended March 31,							2018
	USSF Unrestricted	CA2016 LOC Unrestricted	CA2016 Marketing Unrestricted	Eliminations	Total Unrestricted	Temporarily Restricted	Total
Revenues							
Registration and affiliation fees:							
Youth	$ 3,956,015	$ -	$ -	$ -	$ 3,956,015	$ -	$ 3,956,015
Referee	2,880,194	-	-	-	2,880,194	-	2,880,194
Professional	1,406,122	-	-	-	1,406,122	-	1,406,122
Amateur	522,168	-	-	-	522,168	-	522,168
Coaches	1,249,980	-	-	-	1,249,980	-	1,249,980
	10,014,479	-	-	-	10,014,479	-	10,014,479
Sponsorship, television, licensing, and royalties	51,985,903	-	-	-	51,985,903	-	51,985,903
National Teams' game revenues	25,313,047	-	-	-	25,313,047	-	25,313,047
International game revenues	4,669,534	-	-	-	4,669,534	-	4,669,534
Player development revenues	2,572,501	-	-	-	2,572,501	-	2,572,501
Coaching school courses	2,043,424	-	-	-	2,043,424	-	2,043,424
Open Cup	1,501,411	-	-	-	1,501,411	-	1,501,411
Olympic Committee funding	749,636	-	-	-	749,636	-	749,636
Development and fundraising	1,372,441	-	-	-	1,372,441	-	1,372,441
COPA	18,719,385	-	-	(18,719,385)	-	-	-
Other	1,938,920	3,305	-	-	1,942,225	-	1,942,225
Net assets released from restrictions	500,000	-	-	-	500,000	(500,000)	-
Total Revenues	121,380,681	3,305	-	(18,719,385)	102,664,601	(500,000)	102,164,601
Expenses							
National Teams	71,893,738	-	-	-	71,893,738	-	71,893,738
Management expenses	26,861,005	19,677,496	-	(18,719,385)	27,819,116	-	27,819,116
Referee program	4,458,679	-	-	-	4,458,679	-	4,458,679
Coaching program	6,491,586	-	-	-	6,491,586	-	6,491,586
National Board of Directors' and committees' expenses	944,178	-	-	-	944,178	-	944,178
Game expenses	-	(4,276,935)	-	-	(4,276,935)	-	(4,276,935)
Open Cup	1,138,863	-	-	-	1,138,863	-	1,138,863
Annual general meeting expenses	722,972	-	-	-	722,972	-	722,972
Total Expenses	112,511,021	15,400,561	-	(18,719,385)	109,192,197	-	109,192,197
Change in net assets before investment income	8,869,660	(15,397,256)	-	-	(6,527,596)	(500,000)	(7,027,596)
Investment income (including net unrealized appreciation of $2,662,345 in 2018)	5,289,330	-	-	-	5,289,330	-	5,289,330
Increase (Decrease) in Net Assets	14,158,990	(15,397,256)	-	-	(1,238,266)	(500,000)	(1,738,266) *
Net Assets, beginning of year	148,496,396	19,314,540	328,150	-	168,139,086	500,000	168,639,086
Net Assets, end of year	$ 162,655,386	$ 3,917,284	$ 328,150	$ -	$ 166,900,820	$ -	$ 166,900,820

*Elimination represents COPA activity that is included in the CA2016 LOC entity.

United States Soccer Federation, Inc.

Consolidating Statements of Activities

Year ended March 31,	USSF Unrestricted	CA2016 LOC Unrestricted	CA2016 Marketing Unrestricted	Eliminations	Total Unrestricted	Temporarily Restricted	2017 Total
Revenues							
Registration and affiliation fees:							
Youth	$ 4,179,035	$ -	$ -	$ -	$ 4,179,035	$ -	$ 4,179,035
Referee	3,154,018	-	-	-	3,154,018	-	3,154,018
Professional	1,222,194	-	-	-	1,222,194	-	1,222,194
Amateur	500,010	-	-	-	500,010	-	500,010
Coaches	1,103,035	-	-	-	1,103,035	-	1,103,035
	10,158,292	-	-	-	10,158,292	-	10,158,292
Sponsorship, television, licensing, and royalties	48,887,978	-	-	-	48,887,978	-	48,887,978
National Teams' game revenues	29,593,775	-	-	-	29,593,775	-	29,593,775
Game revenues	-	189,672,599	-	-	189,672,599	-	189,672,599
Hosting	-	-	1,200,000	-	1,200,000	-	1,200,000
International game revenues	2,528,723	-	-	-	2,528,723	-	2,528,723
Player development revenues	1,812,441	-	-	-	1,812,441	-	1,812,441
Coaching school courses	1,754,210	-	-	-	1,754,210	-	1,754,210
Open Cup	999,962	-	-	-	999,962	-	999,962
Olympic Committee funding	749,471	-	-	-	749,471	-	749,471
Development and fundraising	1,991,075	-	-	-	1,991,075	-	1,991,075
Copa	50,000,000	-	-	(50,000,000)	-	-	-
Other	1,543,736	-	-	(693,750)	849,986	-	849,986
Net assets released from restrictions	540,000	-	-	-	540,000	(540,000)	-
Total Revenues	150,559,663	189,672,599	1,200,000	(50,693,750)	290,738,512	(540,000)	290,198,512
Expenses							
National Teams	75,628,186	-	-	-	75,628,186	-	75,628,186
Management expenses	19,009,290	120,450,099	-	(50,000,000)	89,459,389	-	89,459,389
Referee program	3,637,419	-	-	-	3,637,419	-	3,637,419
Coaching program	4,662,249	-	-	-	4,662,249	-	4,662,249
National Board of Directors' and committees' expenses	1,109,642	-	-	-	1,109,642	-	1,109,642
Game expenses	-	45,314,833	-	-	45,314,833	-	45,314,833
Hosting	-	-	871,850	(693,750)	178,100	-	178,100
Open Cup	922,519	-	-	-	922,519	-	922,519
Annual general meeting expenses	914,246	-	-	-	914,246	-	914,246
Total Expenses	105,883,551	165,764,932	871,850	(50,693,750)	221,826,583	-	221,826,583
Change in net assets before investment income	44,676,112	23,907,667	328,150	-	68,911,929	(540,000)	68,371,929
Investment income (including net unrealized appreciation of $4,720,142 in 2017)	6,855,882	-	-	-	6,855,882	-	6,855,882
Increase (Decrease) in Net Assets	51,531,994	23,907,667	328,150	-	75,767,811	(540,000)	75,227,811
Net Assets, beginning of year	96,964,402	(4,593,127)	-	-	92,371,275	1,040,000	93,411,275
Net Assets, end of year	$ 148,496,396	$ 19,314,540	$ 328,150	$ -	$ 168,139,086	$ 500,000	$ 168,639,086

United States Soccer Federation, Inc.

Consolidating Statements of Cash Flows

Year ended March 31,

2018

	USSF	CA2016 LOC	CA2016 Marketing	Eliminations	Total
Cash Flows From Operating Activities					
Increase (decrease) in net assets	$ 13,658,990	$ (15,397,256)	$ -	$ -	$ (1,738,266)
Adjustments to reconcile increase (decrease) in net assets to net cash (used in) provided by operating activities:					
Depreciation and amortization	435,248	-	-	-	435,248
Amortization of software development costs	627,346	-	-	-	627,346
Realized and unrealized investment (gains) losses	(2,948,323)	-	-	-	(2,948,323)
Changes in operating assets and liabilities					
Cash held in escrow	(140,684)	-	-	-	(140,684)
Accounts receivable	45,664,787	7,757,395	1,730,000	-	55,152,182
Prepaid expenses and advances	418,272	-	-	-	418,272
Accounts payable and accrued expenses	(2,762,139)	(55,940,759)	(30,689,336)	-	(89,392,234)
Deferred revenue	(2,654,390)	-	-	-	(2,654,390)
Deferred compensation - option plan	249,333	-	-	-	249,333
Net cash (used in) provided by operating activities	52,548,440	(63,580,620)	(28,959,336)	-	(39,991,516)
Cash Flows From Investing Activities					
Purchases of investments	(65,592,677)	-	-	-	(65,592,677)
Proceeds from sales of investments	15,501,670	-	-	-	15,501,670
Capitalization of software development costs	(3,695,232)	-	-	-	(3,695,232)
Purchases of property and equipment	(388,274)	-	-	-	(388,274)
Net cash used in investing activities	(54,174,513)	-	-	-	(54,174,513)
Net (Decrease) Increase in Cash	(1,626,073)	(63,580,620)	(28,959,336)	-	(94,166,029)
Cash, beginning of year	3,178,182	68,434,632	32,949,371	-	104,562,185
Cash, end of year	$ 1,552,109	$ 4,854,012	$ 3,990,035	$ -	$ 10,396,156

2017

	USSF	CA2016 LOC	CA2016 Marketing	Eliminations	Total
Cash Flows From Operating Activities					
Increase (decrease) in net assets	$ 50,991,994	$ 23,907,667	$ 328,150	$ -	$ 75,227,811
Adjustments to reconcile increase (decrease) in net assets to net cash (used in) provided by operating activities:					
Depreciation and amortization	478,864	-	-	-	478,864
Amortization of software development costs	50,821	-	-	-	50,821
Realized and unrealized investment (gains) losses	(5,123,219)	-	-	-	(5,123,219)
Changes in operating assets and liabilities					
Cash held in escrow	119,347	-	-	-	119,347
Accounts receivable	(36,822,691)	(8,064,796)	(3,495,761)	40,140,843	(8,242,405)
Prepaid expenses and advances	(1,061,069)	9,336	-	-	(1,051,733)
Accounts payable and accrued expenses	5,760,285	56,998,427	36,116,982	(40,140,843)	58,734,851
Deferred revenue	(3,373,050)	(67,269,360)	-	-	(70,642,410)
Deferred compensation - option plan	191,662	-	-	-	191,662
Net cash (used in) provided by operating activities	11,212,944	5,581,274	32,949,371	-	49,743,589
Cash Flows From Investing Activities					
Purchases of investments	(12,515,479)	-	-	-	(12,515,479)
Proceeds from sales of investments	2,000,000	-	-	-	2,000,000
Capitalization of software development costs	-	-	-	-	-
Purchases of property and equipment	(39,494)	-	-	-	(39,494)
Net cash used in investing activities	(10,554,973)	-	-	-	(10,554,973)
Net (Decrease) Increase in Cash	657,971	5,581,274	32,949,371	-	39,188,616
Cash, beginning of year	2,520,211	62,853,358	-	-	65,373,569
Cash, end of year	$ 3,178,182	$ 68,434,632	$ 32,949,371	$ -	$ 104,562,185