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5	UNITED STATES SOCCER FEDERATION
6	NATIONAL COUNCIL MEETING
7	98th ANNUAL GENERAL MEETING
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11	New York Marriott Marquis
12	New York, New York
13	March 1, 2014
14	8:00 a.m 9:50 a.m.
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17	Reported by Debra K. Resling, RMR, CRR
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of the names, but there are three persons in particular that I'm going to mention that serve as sort of a catalyst from the very beginning.

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Those are Melissa Biniewicz, Marc Bahnsen, and Greg Fike. So I thank the three of them, in particular, but say thank you to all of the members of the staff.

And then the members of the Credentials Committee are Dimitrios Efstathiou, who is the newest member; we have Kathy Zolad; we have Darius Ejlali; we have Greg Dalby, who was not able to join us this time. But their report is very important.

I will give you -- we used to have a roll call, but we're modernized, and the effects of the mathematical equation or the algorithm that we use to explain how we do what we do and to figure out how many votes we have, it's a system in which we have to have three councils that are equal in weight -- the Youth, the Adult, and the Pro. And they have to have the same mathematical effect in terms of the weighting.

The Youth Council has the greatest number of representatives, delegates, and so we use that as our base factor. And then the Adults have fewer. But we have to use the multiplier to multiply to have the mathematical effect exactly the same, and the Pro the same. And the Athlete Council, by the rules that we follow, has to really represent 20 percent of the total vote -weighted vote of the entire body.

And so we are going to display the results. The registration that we use is you have to be here by 4:00. You have to register by 4:00 the day before this event, and so that's what we really use as a determination as to whether or not you are here, which is the reason that we don't actually through a physical announced roll call. So we're going to display the results.

First we will show the Youth Council. There's so many that it will be on two different slides. You can see we show the USYSA, which is the largest organization, the name, and then the number of votes. And each of those has a vote of 1. so that's Slide 1.

Slide 2 is next. You can see 219 USYS votes. AYSO, 39. That's mathematically calculated based on the player registration. U.S. Club Soccer, likewise, mathematically

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determined, and Youth Commissioners. The total Youth Council vote is 292. And in a very real sense, those are -- well, except for the mathematically AYSO and U.S. Club there, it's not calculated.

Now, we move on to the Adult Council. We have the USASA first, two slides. Second slide, the Adult Commissioners, the Adult Council, 190 votes. And we'll then be using a multiplier. We will display that a little later.

Next, we have the Professional Council. And the next, the Athlete Council, and then other members, other affiliates, national associations, disabled service, life members, Board of Directors, and past presidents.

Now, on the last three slides, each of those persons has a weighted vote of 1, one effect, and now we pull it all together into this -- obviously, a spreadsheet. We have 537 total votes, but then we have the multipliers that have the effect -- you can see down in the lower left-hand corner, that the voting strength is 292 for each of the larger councils, the Youth, the Adult, the Pro. And then the Athletes have to represent no less than 20 percent of the

total weighted vote. So you can take that 228, divided by 13 -- 1137, and you would get 20 percent or higher. You can see the simple majority is 569; two-thirds majority, 758.

Now, one of the other things that we do is we want to make sure -- several years ago we began using the electronic keypads, and it's very important that you know how to use them. You will find in front of you a wireless keypad that we will use to vote throughout the meeting. The keypads have been carefully programmed with the weight of each vote. Please use only the keypad assigned to you.

Briefly, here is how the keypads work. Throughout the meeting, you will be asked to vote on a number of issues. The item to be voted on will appear on the screen. You will be asked to use your keypad to place your vote. Press 1 for Yes and 2 for No. When you press the button, the number you selected will show up on the LED box in the keypad. It will stay on for about a second, and the data will be sent to the computer technician, who will tabulate the results and display them on the screen.

Please do not place your vote until I

Page 11

say begin voting now. And I will be over on the side of the room.

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As the votes wind down, I will not say, as I used to, five, four, three, and so on. It will be displayed on the clock, counting down, and then you can change your mind up until the time we stop the voting.

The keypad will accept your final vote.

One final point before we go into a test question is, is that there might be delegates who are not here today at this particular point in time. Members of the staff and members of the Credentials Committee will go to those locations, pick up the tent card and pick up the keypads and take them over to the left, your right.

If those delegates show up, and you are aware of it, you can direct them over to there, and we'll give them their keypads and their card, and then they can return to their station. And your help in directing them where to go will be appreciated.

Now, as a test question, it's very important that we understand how to do this. And I have been giving you a problem each time, a

competition, so to speak. And some years ago,

3 the first one that we had, we had two

4 time-honored athletes, Donald Duck and Mickey

5 Mouse, oppose each other in a penalty kick

6 shoot-out. And as I recall, Mickey Mouse beat 7

Donald Duck. And my comment at the time was is

8 that Donald is just not what he's quacked up to 9

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Well, this time, we have a different kind of opportunity. History and opportunity do come together and can create some magical moments in life. All of us know that.

And I have pitted together, for the first time ever, a team of three against a team of one, or a competitor of one. The team of three is made up of some folks who were just outstanding on the pitch, but their experience and their prowess on the pitch is exceeded by their prowess in meeting rooms. And so I'm going to present the first team. I call it the Power Team. They're an outstanding twosome here, expanded by a grandson of the gentleman on the left. And you can see Sunil Gulati there saying, What are you doing this time, Bob? And he looks

Page 12

just ready to compete. Richard Groff, with his grandson -- I presume that's your grandson, Richard -- is ready there, and so it's a team of three.

Opposing them is a woman -- a woman who is much older than any of the three persons that you see there -- but she's a woman that represents all of us. You are going to look at her, and you're going to say, there's no way that she can compete. She can't move. But the truth of the matter is 100-million-plus will help her to move, and we'll take a look at Competitor Number 2. And that's the lady out in the middle of the harbor, the lady from France, a gift from France in 1886, and she has stood there for years upon years.

So the competition this time is between the Power Team of Sunil, and Richard and grandson, against the grand lady from France, the Statue of Liberty. And so we're ready to go ahead and test our keypads. Who will win in this shoot-out? You can begin voting.

(Vote taken.)

Okay. Let's see what our result is. Aha, the grand lady won. Zee lady, she is really Page 13

exciting. Very good.

Sunil, you never seem to win these shoot-outs.

PRESIDENT GULATI: Thank you, Robert. Was that a weighted vote, Bob, or was that straight? All right. That was a weighted vote.

We will wait another year for the next one.

Thank you.

A couple of things before we get going. We're going to have -- barring any objections, have a change in the agenda. We will move a couple of the elections that we have earlier in the agenda. If there are no objections, we will do that. Thank you.

I want to next acknowledge our life members who are in the front row here. If you would all stand, please. Thank you for the service to the game. All of you stand.

(Applause.)

PRESIDENT GULATI: Thank you. And a tradition of some years now, if we could have all of those that have been here for at least 30 AGMs, if you would stand and just remain standing for a second. 30 or more AGMs. There's a few more than just the life members, I think.

Page 14 Page 15 1 Stay standing for a second. PRESIDENT GULATI: Marco Leal, from 2 2 (Applause.) CONCACAF, head of legal services. Marco is in 3 3 PRESIDENT GULATI: And now those of back. 4 4 And one of the best people I know in you that are here for your first AGM. Those of 5 5 you who are here for your first AGM, if you would international soccer, my counterpart from the 6 6 stand, please. Welcome. Bahamas, Anton Sealey, the President from the 7 7 (Applause.) Bahamian Federation. 8 8 PRESIDENT GULATI: You can have a Anton, where are you? 9 9 seat folks. Thank you. (Applause.) 10 PRESIDENT GULATI: Thank you. Thank 10 And lastly, and certainly not at the 11 11 bottom in any way, shape or form, anyone who has you for being here with us today. 12 12 Next on our agenda is the approval of represented the United States in an international 13 13 competition or former national team players. the minutes from 2013 AGM. 14 14 Mostly, on the left, but not exclusively. Thank Do we have a motion to approve the 15 you all. 15 minutes? 16 16 (Applause.) UNIDENTIFIED SPEAKER: So moved. 17 17 PRESIDENT GULATI: We'll credit PRESIDENT GULATI: A few other guests 18 18 that I want to mention, very special guests that Mr. Edwards, because I can't see who it is back 19 19 we have with us today; first Ted Howard, the 20 20 Deputy General Secretary of CONCACAF, a U.S. Thank you. Any comments? 21 21 Soccer Hall of Fame member, and a very, very We need a second, I suppose. 22 22 close and dear personal friend for 30 years. Mr. Monaco, are you willing to second? 23 Ted, where are you? Thank you. Ted 23 MR. MONACO: Second. 24 24 is in back. PRESIDENT GULATI: Thank you. Do we 25 25 have any comments? Concerns? Questions? Or (Applause.) Page 16 Page 17 1 anything else about the minutes? 1 (Applause.) 2 Hearing none, we will approve those 2 MR. GARBER: Thank you, Sunil. 3 3 unanimously. Thank you very much. We have a short presentation to make 4 4 Let's take a quick look at 2013 in where we're going to lay out for all of you how 5 5 pictures and video. If we could run that first we look at our fan base. I don't mean our fan 6 6 video, please. base from the professional game, but our fan base 7 7 (Video shown.) as it represents soccer in America, because 8 8 (Applause.) ultimately, all of those folks that are out, 9 9 PRESIDENT GULATI: Terrific. Thank believing in the game, participating in the game, 10 10 you. That's what the soccer side of things playing in the game, consuming the game, matter 11 11 looked a little bit like last year. Some pretty to each and every one of us. So whether we're an 12 12 extraordinary moments as we have every year. Not athlete that is doing a clinic or a bunch of 13 13 all wins, but many of them. Abby Wambach young folks or one of the professional leagues 14 becoming the leading female scorer of all time. 14 that are trying to sell tickets or it's our 15 15 And the Men's team having unparalleled success. Federation that is trying to drive attendance at 16 16 The Women's team hasn't lost in two years. national team games and getting folks to watch 17 17 But there is another side of what we those games on television, the consumer really 18 18 do, which is finance those things. Reach out to matters. 19 19 consumers. And I want to let our partners in And for many, many years, as we get 20 that part of what we do, the President, and 20 together with these meetings, we talk a lot about 21 21 Chairman of Soccer United Marketing, Don Garber, our membership, and we talk a lot about 22 walk us through a little bit of that and talk 22 governance; we talk about rules and things that 23 23 about the landscape that we're facing every day matter to each and every one of us as members of 24 24 in the commercial space and with our customers. the Federation. 25 25 Mr. Garber. What we're going to do for about ten

Page 19

minutes today is talk about the fan, to talk about that forward-facing aspect of what it is that all of us at every level, all of us in this room, need to start thinking about. How do we move from being an organization that is just focused on members, and how do we be forward-facing and start thinking about our organization -- not the league, but all of us -- start thinking about the consumer.

One of the things that's most valuable for all of us is the sport is growing dramatically, and our Chief Marketing Officer, Howard Handler, is going to run through some of those slides and also talk about what does that really mean to us collectively to generate revenue? All of these people care about us. They're different than the other pro sports leagues. They're different from the other grassroots fan followers, and as such, they represent customers who can buy sponsorships to your associations. They are folks that can buy product. They're folks that might have the capacity to be able to fund, from a fund-raising perspective, some of the things that empower all of our organizations.

So Howard Handler, over here on the left. Howard has a background in marketing at MTV, Madison Square Garden and Virgin Mobile, runs marketing and fan development for Major League Soccer and Soccer United Marketing.

(Applause.)

MR. HANDLER: Thank you, Commissioner. And thank you, Sunil. It's really a privilege to be here today with so many builders and believers in this great game.

I'm going to tell you a little bit about our fans and give you a flavor of just the incredible growth that we're all experiencing.

So as we sit here today, and we are in the midst of a World Cup year, it's an incredibly special moment in time. World Cup in Brazil will be one of the seminal moments in sports history in our country. We know that it will be an incredibly unifying event and draw core fans as well as many casual fans and people who didn't even know they were soccer fans to root for our country, certainly, but many countries, and to take part in something that connects all of us together.

It's in our time zone. Our partners

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are very bullish, the networks. Everybody knows that this will be one of the great events and a fontestic expertunity for all of us. And we're

fantastic opportunity for all of us. And we're also privileged that both the U.S. Men's and Women's National Teams are ascendant and global

powers.

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I want to talk first about the growth of soccer in the United States. And as Don said, this is all soccer -- all leagues, organized, grassroots -- everybody that thinks about soccer. And I'm going to share a little bit of research, and then I want to bring a little bit more color and humanity to who this base is.

Firstly, we are seeing more fans than ever. This has been a steady growth process over the decades. But we're really seeing a great deal of acceleration in the last several years due to a lot of the efforts of the soccer federation.

What you see on this graph is a basic poll that tells you that there are 55 million adults, so it doesn't even count people under the age of 18 that consider themselves to be soccer fans. And again, we believe that the World Cup in '14, and then the Women's World Cup in '15 in

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Canada, is going to continue to accelerate this process quite significantly.

When we draw a comparison to soccer relative to some of the other sports, we see that our growth rates are greatest, so that's another great reason for encouragement.

It's also reflected in television viewership. Many of us know that soccer is one of the most popular sports on TV. There's coverage of many leagues from many countries. And just to give you a sense that the '13 audience, when you tie it all together and you "cume" up all the viewership, is 340 million people, which is enormous; and, as you see from a growth rate, approaching 40 percent, extraordinary.

Now, getting a little bit deeper.
Who are these people? Who are all of our fans?
Firstly, our fans are younger than all the rest
of the sports leagues that are out there and all
the rest of the fans of the other sports that are
out there. You see much younger average age than
even basketball and hockey, which get a lot of
credit for having a youthful vibe.

We also know that soccer fans are

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millennials. 80 million strong millennials is a group that is bigger than the baby boom and is influencing almost everything that's going on in media and in society. These are multicultural boys and girls, men and women, 14 to 34. And you see that we index head and shoulders above everybody else that's out there.

Soccer fans are also very Hispanic relative to the rest of the population, and this covers the entire gamut. Certainly Mexican-Americans, but also Cuban-Americans, Ecuadorians, Nicaraguans, Hondurans, and so on. This is the greatest game, and the biggest game, in the world, and that carries over to all of these folks in the United States.

We also know that by virtue of youth and by virtue of generation, that soccer fans are digitally native and digitally engaged. Technology is something that they grew up with and that they embrace and that shakes their lives.

A couple of particulars. Very specific point here is that we've noticed that soccer fans love video streaming. And so as we think about the future and watching soccer, not

only in your living room on television, but on tablets, on mobile devices and so on, we know that we're well positioned for that future.

We also know that soccer fans carry around mobile devices. 75 percent of soccer fans have a smartphone and are using apps and are transacting and are doing all kinds of things. Information gathering, another critical piece of this. Most soccer fans are really not reading newspapers as much as gathering their information from their mobile devices, from their computers, and getting it on-line.

We also know that the social media revolution is being driven by soccer fans. Great stat: 30 percent of soccer fans are spending three hours or more on Twitter, Facebook, and using that as a means of staying connected to the world and connected to their friends.

Now, switching gears a little bit.

We are incredibly excited about the upcoming
World Cup, and we are going to be wrapping the
American flag around everything that we do. This
is a fantastic opportunity to seize the moment.

We know that we join everybody in this room in
terms of a great moment of pride and of

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celebration and of hope, and our message, our signature line will be for club and country all year long.

We have been working with our athletes. We have been working with a lot of different fans and support groups. And we've got some very ambitious plans ahead of us, as we work together with the Federation, to really make sure that this is a phenomenal moment for all of us.

Corporate America plays a very big role in all of this. As many of you know, Soccer United Marketing, our affiliate company, has had a deep and rich partnership with the Federation for a number of years. One of the things that we do is we gather commercial support, the support of corporate America, to fund a lot of the efforts that fuel what we do with the Federation. The money is important, but the way that our athletes and our brands are marketed by corporate America in a World Cup year might even be more important.

This is a great example of a program that Pepsi is going to be executing where they will be putting Clint Dempsey's image and the U.S. Soccer Federation on hundreds of millions of

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cans. So as we get closer and closer to the month of June, you will see many companies like Pepsi embrace U.S. Soccer, the Men's National Team, and this great message of ours.

The last thing that I want to share is a little bit on content and storytelling. We really believe that the future and the great growth of our sport over time will be driven by taking the stories inside and outside the white lines into people's living rooms and on to their devices and creating a deeper emotional connection with our players, the rivalries, their stories.

And we've done some things with Major League Soccer. We've established a great creative team, and that same creative team is going to be working with the Federation doing a six-part series, a 30 for 30 series on ESPN that will tell these incredible stories -- stories of determination, stories of struggle, fathers and sons -- again, not unlike -- and I guess if you are a certain age, the snowy blustery day on Soldier Field -- the great stories of NFL films. This is the kind of notion that we're going for to really help people connect much more deeply

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with soccer and the U.S. Men's National Team.

So I'm going to close by showing a clip that gives you an example of some of the storytelling that we did with Major League Soccer. This will give you a really good feel for what we have to expect ahead of us for U.S. Soccer. So let's roll the clip.

(Video shown.) (Applause.)

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MR. HANDLER: Thank you very much. PRESIDENT GULATI: Thank you, Howard.

We'll move on to two sets of elections we have. I will run the first, and Mike Edwards, our vice-president, will run the second.

I say it at almost every annual meeting: One of the best things that we have done while I have been involved in terms of governance is we added independent directors in 2006, and they've served with us starting in 2007. And not only do we do that -- not only does it improve the way we govern ourselves and our Board operates, but we ended up with three extraordinary independent directors. It's rare when I have a meeting and don't mention the

contribution of one of them, or that we're able to call on one of them in the political arena, in the business arena, or almost any other arena.

We have one director who is up for election today, and there aren't many people in the country, in any walk of life, frankly, that we could ask to continue or to have joined us six years ago, seven years ago, than Dr. Donna Shalala, who was president of the University of Miami, as a long-standing advocate of so many things that we believe in, as the longest-serving member of the Clinton administration, and someone whose counsel, when we call on it, is always good. Someone who speaks at our Board meetings. Not often, but when she does, everyone in the room respects it, understands it, and generally agrees with it after she has made it clear where she believes we should be going.

So it really gives me great pleasure, on behalf of the Board of Directors, to unanimously nominate Donna Shalala to continue as an independent director for the United States Board of Directors.

Do we have any other nominations which we are certainly welcome to hear? Hearing

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none, we will close nominations.

And, Dr. Shalala, welcome back to

U.S. Soccer's Board.

Thank you for your service.

(Applause.)

PRESIDENT GULATI: Mr. Edwards.

MR. EDWARDS: Okay. It's that momentous moment, I will open the floor for nominations for the position of President of the United States Soccer Federation. Seconds are not necessary for nomination, but in the spirit of the body, we have always accepted them. So I

will accept seconding speeches for nominations.

MR. GARBER: Thank you, Mike.

We, as an organization, have been incredibly fortunate to have consistent leadership of our organization for nearly ten years. And during that time, our sport has really experienced unprecedented growth, a tremendous connection between our youth organizations, our amateur organizations, our professionals, our referees, just about every constituency has come together in a way where we have a singular focus to grow this game and turn this country into a great soccer nation.

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The vision behind all of this since 2006 has been that of Sunil Gulati. During that time, Sunil has taken this organization and, without doubt, with the strong management that he has in Chicago, with the very connected and aligned Board, has been able to turn U.S. Soccer into the leading National Governing Body in the United States, and an organization, a soccer association, or a football association that's respected around the world.

Fortunately, for all of us, Sunil has not only been our president, but also has been in positions of leadership at CONCACAF, giving us a voice within a shifting change in politics in our region that has put the United States in a role of influence, which is something that's important to us all, and then, probably most importantly, has earned the right through election to be sitting as a representative of the United States on the FIFA Executive Committee.

For all of those who know him and have worked with him for a long time -- and many of you in this room have been a friend of Sunil's for decades -- know that this is his passion in life. He serves as a volunteer, where many of us

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serve as professionals. This is our job. With Sunil, this is his passion. This is what he gets up and thinks about every day and goes to sleep at night hoping that that day was another day that he grew the game for all of us who care about it here in this country.

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Many of us consider him a great friend and have enormous respect for him. He's a terrific family guy, but somebody who has just tremendous grounded values in doing the right thing all the time.

So it's with great honor that I nominate Sunil Gulati for another term as president of the United States Soccer Federation.

I think I need a second.

UNIDENTIFIED SPEAKER: Second.

MR. GROFF: I stand before you to second this nomination.

In 1980, Sunil was a volunteer managing our national teams. At the same time, he was probably working on the ODP program in Connecticut. He is passionate. He has worked with every president that we had before him and with incredible success.

As president, he has led us to a

1 company that -- a nonprofit organization of 2 tremendous assets, and an annual budget of \$75 3 million, and his leadership was instrumental. We 4 are very fortunate to have him as our president. 5 We are very fortunate that he serves on the FIFA 6 Executive Committee, and I'm very honored to make 7 this nomination.

> MR. EDWARDS: Are there any other nominations to come before the body? Is there a motion to close nominations?

UNIDENTIFIED SPEAKER: So move. UNIDENTIFIED SPEAKER: So move.

13 MR. EDWARDS: Second? 14 MR. MONACO: Second.

MR. EDWARDS: Any objection?

Mr. Gulati, congratulations. Your 17 warranty has been extended for another four 18 years.

(Applause.)

PRESIDENT GULATI: Thank you. Thank you Mike, and thank you to all of you.

I want to thank a few people specifically -- and there's always the danger of leaving some people out. I'm going to take that risk. I certainly want to thank the four council

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chairs -- John Sutter, Richard Groff, Don Garber, Jon McCullough -- for their letters of support over the last few weeks. Paula Berriz from AYSO; Bill Sage from U.S. Club Soccer; and Alex Para from Futsal. I appreciate all of that.

I want to thank Al Bell, the former president of CJSA and Connecticut Senior Association, the Adult Association now, who is really the first president I worked for some 30 years ago. And Kathy Zolad, who is the current president there, my home state, where I got started. And my new home state for many years, the folks from New York, Mr. Rapaglia, Mr. Pinori, Mr. Christiano -- all good friends. Thank you for your ongoing support.

Some people that are up here. Someone who has become a great friend over the last few years -- we've traveled the world, not always successfully, and tried to get votes, but generally successfully, is a friend, Carlos Cordeiro, one of our independent directors -- a great friend.

Two people on the dais who are leaving the Board as of today but have served the organization for the better part of 30 years in

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1 different ways and different capacities -- Kevin 2 Payne and Richard Groff -- both of whom have been 3 friends for many, many years. 4

My family is here. My son, who is a player in our programs and has on his business card, at age 16, Special Adviser to U.S. Soccer. And the two most important women in my life, my nine-year-old daughter and my wife, who say something very similar when I'm about to leave for a trip -- not exactly the same. My daughter generally says, Dad, why do you have to go? And my wife says, It's about time.

Without them and without their ongoing support, as all of you know that are involved in the game, it would be impossible. So Marcella, Emilio, Sofia, thank you very much for being here and for various periods of time, starting at 18 years, 16 years, and 9 years, and I got those in the right order, I hope.

And then I want to -- of course I want to thank Don for his comments, but actually, for a couple other things. In the last two weeks we've dealt with a couple of issues. We dealt with the Ukraine issue -- not in the way that the Ukrainian people have had to deal with it or

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President Obama or President Putin is dealing with it -- but we were supposed to play in Kharkov, Ukraine, on Wednesday. And obviously things changed there. And then we were playing our -- we are playing our next game in Arizona, and as you-all know, Arizona has been in the news quite a bit in the last couple of weeks.

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And I brought up both issues in consecutive weeks with a class I teach at Columbia Business School. First we talked about Ukraine and what we were thinking and what we were going through -- kind of a management exercise. And I did the same with the Arizona issue where we were playing -- and I've already sold over 30,000 tickets this past week -- and as you know, the governor made a decision. And I talked to my class on Wednesday and said, What would do you in this situation? Would you be sending a message? Would you do what the NFL did? The difference being, we had already sold 30,000 tickets.

And we talked about it a little bit. And they said, Well, do you want to be sending a message? Should you be involved in those sorts of political issues and so on and so forth? And one of the students said, Well, how would you go about deciding who you talked to?

And I said, Well, for sure, one of the people -- and I didn't name any others -would be the Commissioner of Major League Soccer, because we often think about the world in similar ways on sensitive issues and other... and that was as much as a friend and a counselor as anything else.

And then yesterday, more on the professional side, we had a meeting with Don, our national team coach, and the person who runs the player area in Major League Soccer, Todd Durbin, who worked for me many, many years ago. And we talked about something that was very important to Jürgen, and it was pretty clear that it was important, and it was very important in the run-up to the World Cup. And then Todd and Jürgen left, and Don and I were left on our own.

And I said to him across the table, This one is important. He said, I got it. We don't need any more conversation than that. He didn't need to say that.

So the support and the relationship and the friendship, Don, I want to thank you very

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much for that, for many years in the past and many years to come.

Thirty years ago in New York, we had a change, a big change. Werner Fricker was elected president. Chuck Blazer was elected vice-president, and it was here in the city, and Sal and others will remember that. But we've come a very, very long way since then. We're not in Kansas anymore, for sure. And in thinking about that and looking back at it, we walked into that play last night -- and almost all of you went -- and I saw John Sutter and Jon McCullough and John Motta sitting next to each other. Three council chairs. And I had letters from a number of council chairs.

And I went over to the person in charge of ticketing, and I said, the night before, and what I'm hoping is an uncontested election with nominations possible from the floor, how can you possibly let these three guys who control 75 percent of the votes sit next to each other?

And she said, Well, I'm limited, in the scope of the show last night.

But we're not in Kansas anymore.

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What does that mean? Think about where the organization is now. Our women's team is the best in the world. It hasn't lost a game in two years. Our men's team has the best record it's ever had over the last two years, and those that heard our coach yesterday speak about it, you can't help but believe everything is possible when you talk to Jürgen Klinsmann about our Men's National Team. He doesn't tell you you are going to win every game, but you come out of it believing that you are going to win every game. It's pretty extraordinary.

We've signed a commercial deal with our biggest individual partner, Nike, that was announced in December that puts the Federation in a different place than it's ever been financially, a secure place, an extraordinary partnership. It's not a sponsorship. It's a partnership in every way.

And they've been a terrific partner, and very soon -- we've got handshakes on it, we will get it papered -- we'll announce another extraordinary partnership with Soccer United Marketing that handles all of the things other than Nike, our TV, our media, our licensing.

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Those two commercial agreements changed this organization overnight with far more resources than we've ever had for the next decade. And with far more resources, we're able to do far more things. Far more things in growing the game, in addressing all the issues that are important to us.

We have a professional division that is stronger than it's ever been -- successful leagues, Major League Soccer, USL, the NASL, the Women's league, the NWSL -- all stronger than they have ever been. Still plenty of room for growth. It's a pretty extraordinary situation.

We've got better relations at the youth level. Yes, we've still got some issues in all these organizations, but better relations between the youth organizations, between the youth organizations and U.S. Soccer than we've ever been.

A revitalized adult organization.

And thank you, Richard, for your service there.

But while we're not in Kansas, we're also not in Oz. Pretty clearly, we're not in Oz. We've got relatively flat numbers in terms of participation growth -- a concern, and in some

cases decreasing -- a concern for some of you and certainly for us. And while we've got a very strong professional division, we still have most of the teams in that professional division that are making investments, we'll say. They're not cash-positive.

That's true in a number of sports around the world and a number of soccer leagues. That's not the way it can be here. That's not a sustainable model. Because we don't have public authorities that are going to just bail teams out. That's got to get better. That's got to change.

While we are, as you have seen, expanding our presence in the commercial landscape of the United States and on TV more often, we are still a very small player compared to the NFL or Major League Baseball. Now, that's good and bad. It's bad because we're a small player. It's good because there's plenty of room for growth, but we need to seize that opportunity.

The health issue, in particular, the issue about concussions that have been in the front page of the New York Times in the last few

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days involving a soccer player, not NFL players, not young football players. We certainly don't know enough. No one does. But we're not going to be a tobacco company 30 years ago, and so

we'll take a leadership in that. We need to know a lot more.

So where do you go? We have lots of resources. We have lots of intelligent people. We have lots of supporters. More awareness, more resources than we've ever had, but it's not easy to find the Yellow Brick Road here, to find which way to go. And there are no wizards -- not here, not on that side of the table. So how do we get to where we want to go?

I think we start with a collective vision, and that involves everyone here, but also an understanding that there's a difference between U.S. upper case, "S" Soccer, and U.S. lower case "s" soccer.

It's not just our members -- it's not just our members that are going to make this happen, because there are millions of people that are involved in the game that are not directly members.

And Dan has emphasized this some in

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discussions that we've had, and Don mentioned it.

We're changing in many ways -- and partly, one of
those changes, an important change that we have
to understand and accept and adapt to is that

we've become less of a membership-driven organization and more of a consumer-driven

organization. Because all of those fans that turn up at games, all those fans that tweet or

write in the newspapers, those are consumers.
 They're not all members in the traditional sense

of being at an annual meeting. And there are millions of them. They're not all registered players -- but there are millions of them, and there are thousands of them that will go to the World Cup this summer

World Cup this summer.

Once again, the United States is the

Number 1 ticket buyer in the world outside of the host country. That's two consecutive World Cups. That's pretty extraordinary. Pretty

extraordinary.
(Applause.)

PRESIDENT GULATI: So accepting and adapting that there are millions of people who are part of U.S. Soccer, we want more of them to be U.S. upper case "S" Soccer, but they will

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choose how to do that. They're buyers, they're partners, they're fans on certain days. They're critical of what we do. That's also okay. And the good thing is it's a much bigger landscape than we've ever had.

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So where are we going? For me, that's not just about talking about can we get past Ghana? Maybe get a win or a tie against Portugal and get through the second round. That's certainly not going to be an easy task. That's going to be a very difficult task. We've got a tough group.

It's not only about the women playing in the World Cup final next year, and hopefully winning that, or the women being the defending champion or growing these numbers, because I don't think any of the folks that are on my left that have played for us in the World Cup -- they understand how tough it's going to be to beat Germany or Ghana or Portugal. I don't think any of them, when they dream about where the future of the sport is, dream about getting through the second round of the goal. No one dreams about finishing second.

And Jürgen Klinsmann, who came and

1 spoke to my class on Thursday night, and he was 2 asked what is it that makes this challenging for 3 you in America? Why do you want to coach the 4 U.S. team? And he started with, Because 5 Americans want to be the first in everything. 6 They never want to be second, I love that 7 attitude.

> Now, he didn't say that generally we don't end up being second very often. He was humble enough not to say that. And he understood the group we were playing in. So we dream big about these things and we dream about trophies in those presentations and we dream about millions of people being involved in the game.

> And my guess is most of the people in this room, and virtually everyone up here, if not everyone, knows exactly where they watched the goal that Landon scored against Algeria to put us into the next round; that all of us know where you were or where you were watching, or you were really irritated that you missed Abby Wambach's goal against Brazil that put us into overtime and then penalty kicks.

And there's going to be another of those moments this summer, or a couple, and maybe

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later on in the tournament. And that does things that none of us can do individually in terms of any membership organization, any program that we can develop, because it turns millions of people into consumers and fans and partners in this thing. And that collective rule is not just the 600 or 511 of us. There are millions of people across the country who believe in the sport, who

share in the sport.

And there are days, certainly -where I, and I'm sure all of you -- think why am I doing this? Most of the people in the room are volunteers. Some of you are executive directors, some of the people are professional, but most of you are volunteers. And you think why are you doing this? And then something happens that reminds you -- whether it's a kid playing, whether it's a little girl writing you a letter; it's about Abby Wambach scoring the goal; or in my case, recently, when it was the president of the Jordanian Federation who was telling me about the refugee camps on the Jordanian/Syrian border, and the president of their federation is the brother of the King of Jordan, and so he's heavily involved in this.

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And I said, Well, you guys are doing an extraordinary job, God's work. And he was talking about how important soccer is in these refugee camps as a distraction, not only as a way of keeping fit, but as a way of having something to think about, some hope.

All of that matters. So don't for a minute think it's only about what we're doing about the national team. It's all those differences that all of you make. But we're going to get to a place where we have a collective will to win, to succeed on the field, to continue to grow the game, to have more safe places, safe havens, to see young people develop into the adults that we all know they can be, to help them in that process, to guide them in that process, where necessary, to allow them to grow into that process. And we'll start that process -- not today; we started it a long time ago -- but we're at a place now -- the beginning of that Yellow Brick Road. If you want to continue, if I want to continue my "Wicked" analogy, as it were. No wizards, some munchkins, a few lions, I guess; no, scarecrows, lots of tin men after the visit to the wizard, because

everyone in the room has a lot of heart about doing this.

I have absolutely no doubt we'll get this done. And whatever that is for all of you -- whether it's a highly successful women's league that's got role models, whether it's the Men's National Team winning the World Cup -- there, I said it. I don't say it in the media -- the U.S. Men's National Team will win the World Cup one day. I have no doubt about it. And the women will win again. And we'll have tens of millions of kids playing, and we are going to figure out a way to get those growth numbers up.

We've got a lot of good things going on. We'll figure out a way to do that.

It starts with a collective will. I thank you for your faith and support, and I'm happy to share in that collective will and lead the effort over the next four years, but it will be a partnership.

Thank you very much.

(Applause.)

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PRESIDENT GULATI: We've got Officer Reports. Those are all in your book. The one that is also in your book, but I will ask him to say a few words, is my real partner in all of this for the last eight years, and he's been in the job longer, our General Secretary.

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And as I look around the room, certainly, except maybe with Hawaii, because it was a natural landscape, I guess, as well decorated a room as we've ever had. Pretty extraordinary with all of our members around the outside.

Dan Flynn, as you know, has been our General Secretary and Executive Director for quite some time. And the good news is that he's going to be in that role for quite some time into the future. Dan and I, about ten minutes ago before I stood up, have signed a contract which further extends his employment and partnership with U.S. Soccer for many years in the future.

So I can't thank Dan and the staff that he leads enough for everything we do, everything we've done, and everything we've going to do. So let me turn the microphone over to Mr. Flynn.

Dan, thanks very much, and welcome back.

(Applause.)

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MR. FLYNN: Thanks, Sunil. I will be brief. There are many people to thank, obviously, the Board for their continued commitment to myself and to my family, so a special thanks to the Board.

But I did want to say, as we look to the future and I think the bright picture that is being painted, I want to say a special thanks to the part of our soccer landscape called the "grassroots." I think the people in this room that represent that have kept the organization alive when it wasn't quite as bright, but more importantly, I think you have kept the spirit of this institution alive. So a special thank you from somebody who sits in the Chicago office.

Also, to recognize Soccer United
Marketing in our future. They didn't really -they did a great job in the presentation today -but I don't think it reflected the commitment
necessarily that Don, in particular, has made
organizationally, a very strong commitment, added
manpower, real expertise. And we look forward
not only to our future, but working with our
great partner, so, Don, we look forward to that.
And a special thanks to Carlos

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Cordeiro, who is going to come up next, for his
expertise and commitment to our Budget Committee
and the Budget Committee process. We have a
fairly lengthy and kind of complicated, at times

fairly lengthy and kind of complicated, at times,
 budget, and Carlos' leadership has been

instrumental in getting us, I think, even more
 fine-tuned, so it hopefully is easy to follow our
 National Council as well.

So, Carlos, if you would come up, and we'll do the deal with the budget. Thanks.

Thank you, everybody.

(Applause.)

MR. CORDEIRO: Good morning, everyone. Thank you very much, Dan.

I'm sure you have all had an opportunity to review the budget material in your books before you. For the fiscal year 2015, this is the year which ends in March of 2015, we are presenting a budget with an operating surplus of about \$5 million, primarily highlighted by the continued investment in the technical development of our sport as well as our brand and our fan base. But as always, maintaining tight financial controls is core to our long-term sustainable growth.

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I should thank very much, Dan, your staff, led by Eric Gleason, our Chief Financial Officer, behind me. There's been a lot of work that's gone into developing this budget.

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If we have no questions, I will propose that we pass the budget as presented, as was discussed at length by the Budget Committee last November.

MR. EDWARDS: So move.

MR. CORDEIRO: And approved by the board in December at our last Board meeting.

MR. EDWARDS: Accept.

PRESIDENT GULATI: Mr. Edwards' motion is to accept. Questions, comments on the budget?

Hearing none, we will approve the budget unanimously.

Mr. Cordeiro, Mr. Flynn, thank you for your efforts. Well done.

(Applause.)

PRESIDENT GULATI: We are on, then, to Life Member Nominations.

As you will know from your book, we have two: Mr. Rocco Amoroso and Mr. Francisco Marcos. We will take these individually. They

have been unanimously supported by the Board. I won't talk too much about the candidacy or the honoree nominations.

Mr. Marcos, as you know, has been involved in every facet of the game, professional, youth. He's here with us today. So in the absence of any objections, we would welcome Mr. Francisco Marcos to the life membership group.

Do we have any objections to that? We'll do that by acclamation and applause.

(Applause.)

PRESIDENT GULATI: Mr. Amoroso is here, yes.

> MR. AMOROSO: Here. PRESIDENT GULATI: Yes. So we

actually need to mention the fact that 18 Mr. Amoroso is here. It's taken us a little longer to award him this life membership.

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I met with the gentlemen, the leadership of New York, last night. They told me that Mr. Amoroso had some medical issues as of yesterday, and they advised him not to come, not to be here, and everything you need to know about Rocco is the fact that, contrary to medical

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advice, and contrary to something I would never do, which is not taking instructions from Sal Rapaglia, Rocco is here. And it really gives me great pleasure, along with you, to welcome him to Life Membership status on behalf of U.S. Soccer.

(Standing applause.)

PRESIDENT GULATI: Rocco, we're going to break with protocol. We don't generally have life members make speeches, but I'm sure you're going to want to address the group later on in the Good of Game, and if you would prefer to do that now, we'll let you do that now.

(Applause.)

MR. AMOROSO: Yesterday I was in St. Joseph's Hospital in Plainview, New York, and they wanted to postpone a procedure. I said no, you must; you must perform this procedure because I must attend the meeting. And fortunately, the procedure turned out to be okay. I'm a little weak, but I'm strengthened by being here this afternoon -- this morning.

I'm going to combine my remarks usually for the Good of the Game at the end, I'm going to combine my remarks, first of all, for the Good of the Game.

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I would like to salute Mr. Gulati for his leadership, and I know shortly he will be unanimously -- reelected.

All I can say is that Mr. Gulati, may God sustain you in health. May he sustain you with the great power that you possess, because we need you, and I know with all your accomplishments that you have performed for this game, you will continue to be successful. And we owe you, all of us, a tremendous, tremendous debt of gratitude.

> May I congratulate you; the best. (Applause.)

PRESIDENT GULATI: Thank you.

MR. AMOROSO: Obviously, I'm very moved to be a life member. Life has given me a number of abundance of good things. First, I have a deep faith in God, a beautiful family -four children, six grandchildren. I love this country. I love soccer. I love soccer,

21 especially, not only in the game, but the people, 22 the people here, the people that I have met, the 23

friends that I have met all throughout the years. 24 These are invaluable treasures, always, always

25 will be in my heart.

Being a life member, what you have done -- usually, once someone is awarded, you remove yourself from the scene -- no, what you have done for me this morning, you have reenergized, you have made my spirit to continue to do what's good for the game, especially, especially as an ambassador of sportsmanship, as an advocate of sportsmanship, and above all, as a champion of fair play. This has always been my feeling, my contribution, and what more can I say for myself, what more can I ask of God.

I seek no greater riches.

Thank you very much for this thing. May God bless you all.

(Applause.)

(Standing ovation.)

PRESIDENT GULATI: Thank you. And congratulations to both. We will do the official ceremony at the end of the meeting.

We are on to that part of our meeting where we have our rules amendments, our bylaw amendments. As it turns out, all five bylaw amendments are being proposed by the same person, Mr. Edwards, which generally means they are on behalf of the administration, but no one from the

administration was wanting to put their name on them, other than the Vice President, and he was directed to do so. So thank you for that, Mike.

We will take these one by one, as I understand it. At least one of these is being withdrawn, but the first one is Bylaw 231. It's my understanding we are going to have a substitute amendment from what you have in your book. That was available to you when you registered, and we've got some comments on that.

So Mr. Edwards is moving that amendment, and then Mr. Monaco has got some comments.

MR. MONACO: I have just, I think they call them, clean-up amendments. Section 1 talks about granting life, the title of life member, which sort of implies that you are granting honorary membership. And I talked with Mike, and he agrees, that's not what he meant.

So what I would suggest, if you look at the first sentence, "The Board of Directors" -- subject to, and here I'm reading from the substitute -- "The Board of Directors of the Federation, subject to approval of the National Council, shall be authorized to nominate an

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individual to be a life member." And strike out "...the title of," and then go on, "...as an individual to be a life member who has..." and go, complete that sentence, and strike out the last clause about the title of life membership.
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PRESIDENT GULATI: Mr. Edwards has confirmed that he will accept that as a friendly amendment.

MR. MONACO: And then in the next sentence, where it starts out, "The title of life," just change that to "Life Membership shall be..."

PRESIDENT GULATI: Also accepted. MR. MONACO: And down in Section 3 where there's a cross reference to Section 2, it should refer to Sections 1 and 2.

PRESIDENT GULATI: Okay. Accepted. MR. MONACO: And if there is no objection, a technical one, Section 4, where it's (a), (b), (c), and (c) ends in a period, that should be semicolon; or.

PRESIDENT GULATI: Mr. Edwards is not willing to accept that. He believes he's got to have a spine on this particular issue.

MR. MONACO: And on the next page,

Mike --

PRESIDENT GULATI: That last part is accepted, obviously.

MR. MONACO: Bylaw, the next page, where there's a 4 there, it's underlined. Mike and I again talked about it. That should be stricken through, not underlined, not added.

PRESIDENT GULATI: Thank you. All five of those are accepted. We have a motion on the floor. Bylaw Amendment 231 as substituted and then amended.

Any comments? Concerns? Questions? Hearing none, we will approve that unanimously.

I want to thank Mr. Edwards, especially, Mr. Flamhaft, and others for their part in getting this to this point and having an amendment that is acceptable to the body.

Thank you.

We are on to Bylaw 301. Mr. Edwards is the maker of the motion and is now proposing that we accept this.

Anyone want to comment on Bylaw 301? Hearing no comments or questions, all in favor, say aye.

Page 58 Page 59 1 1 Again, that's passed unanimously. withdrawn for some further consultation. There 2 2 Thank you. are some concerns on that, there's some legal 3 3 (Motion passed.) issues, so we will look at that and bring it back 4 PRESIDENT GULATI: We're on to Bylaw 4 to the council a year from now. 5 5 302, composition of voting. Mr. Edwards is again I think those are all the bylaws. 6 6 making a motion to accept that. Thank you for your patience on those. 7 7 Any comments? Questions on this? We are then to Affirmation of 8 8 Hearing none, we will close the Policies Adopted since 2013. Those are in your 9 9 comment period. book, and here, the council is -- there's only 10 10 All in favor of accepting the one of those, or two of those, approving what the 11 11 amendments to 302, say aye. Thank you. Board has already approved. 12 And opposed? 12 Any objection to that? 13 Approved unanimously. 13 We will do that unanimously. Thank 14 14 (Motion passed.) you. 15 PRESIDENT GULATI: We are on to Bylaw 15 (Polices passed unanimously.) 16 16 303. PRESIDENT GULATI: Okay. We are then 17 17 Mr. Edwards is again moving the on to informational -- information regarding our 18 18 acceptance of Bylaw 303, meetings and mail vote. next annual meeting. And as information in 2015 19 Any comments? Hearing none, all in 19 AGM -- 2015 AGM will be in San Francisco, in the 20 20 favor, say aye? period February 13 through the 15th, which, if I 21 21 Opposed? recall, takes into account February 14th. So 22 22 (Motion passed.) bring your sweetheart to San Francisco. 23 23 MR. EDWARDS: We are withdrawing February 13 to 15 in San Francisco. We'll get 2.4 24 Bylaw 707 for further consultation. you details on that pretty shortly. 25 25 PRESIDENT GULATI: Bylaw 707 is being With that, we go to another video, if Page 60 Page 61 1 1 we can do that. him this evening. 2 2 (Video shown.) So I want to thank you, Richard, for 3 3 (Applause.) your service in every capacity. 4 4 PRESIDENT GULATI: As we start the And also welcome Arthur Mattson, who 5 5 final part of the meeting, the Good of the Game, will be joining the Board with a little bit of 6 6 I want to take the opportunity to make a couple musical chairs. John Motta moves into the seat 7 7 of comments before we open it up more generally that Richard had, and Arthur joins the board. So 8 8 welcome Arthur and welcome John in the new role. to the floor and for comments. 9 9 We are having two changes in Board The other Board member that we're 10 10 members, as I mentioned earlier, and I want to losing, who has been on our Board almost 11 11 briefly say a couple of words about them and also consecutively for the last 20 years, Kevin Payne, 12 12 the people they've served, so to speak. and was a senior officer in the organization, as 13 13 Richard Groff, as you know, is an employee before that, one of the founders of 14 14 stepping down as chairperson of USASA. Richard Major League Soccer, long time involved in MLS 15 15 and I have spent 25 years or so in different and the commercial side of the game with U.S. 16 16 capacities working together, and I will talk a Soccer prior to that, and a very, very dear 17 17 lot about Richard tonight, since he's receiving friend for many, many years. 18 18 the Federation's highest service award, the So, Kevin, thank you for your service 19 19 Fricker Award, at our Anniversary Dinner. But to the game. And I know that in both cases, and 20 2.0 he's worked in every part of the game in an more formally in Kevin's case, that won't be 21 21 unselfish way for a long time at grassroots ending. Kevin will be continuing in a number of 22 22 level, at professional level, at our Board, as an areas involved in the game, as I know Richard 23 23 officer -- whether it's selling tickets or will be as well. 24 24 supporting the Women's National Team, just about And I would like to welcome from 25 25 every walk of life, and I will talk a lot about Portland, Merritt Paulson, the owner of the

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Portland Thorns, and apparently they have a men's team as well as the Thorns called Timber or something. So thank you, Kevin, and welcome, Merritt.

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I also want to mention the three people that they and many of us have served. There aren't many people that have stood in the position I'm standing in now, or the seat, I guess, that Dan is sitting in, but three of them are here with us, and they're all dear friends, and they've all been extraordinary leaders of the organization prior to Dan and I being in those positions.

Hank Steinbrecher is here. All of you know Hank. All three are life members. All of you know Hank in every which way, and he does many, many things extraordinarily well, and maybe the most important of those is what he does as a friend along the way. So thank you, Hank, for everything you've done.

Dr. Contiguglia has stood at this podium many times for USYS, for U.S. Soccer, continues to be an extraordinarily important and valuable and loyal member of the U.S. Soccer Board, and a big supporter. And not only a

supporter, but a leader in many ways, in our medical areas, and I'm certainly going to be looking to him to be involved as we continue our discussions, our investigations, and hopefully our informative analysis on the concussion and other areas.

And then, of course, Alan Rothenberg, who has been a very, very dear friend for a long time, is the person that convinced me to do this more than full-time, which is what I was doing when he asked me to double down those efforts and taught me a lot about the game and a lot about a lot of things, and a life member and a Hall of Famer, and great family friends for a long time. I'm glad Alan could make it.

Every year, Hank, Dr. Bob, Dan and I get together, and I told Alan that, and he said, Why don't you guys invite me? And I said because we spend most of the time telling stories and making fun of you, which is the case, and you're not getting invited next year either, Alan.

So with that, I will open it up for the Good of the Game.

Thank you all for your service across the Board. And now I'm going to let others weigh

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     in here.
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            PRESIDENT GULATI: Mr. Pinori.
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            MR. PINORI: Yes.
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            PRESIDENT GULATI: Yes, please.
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            MR. PINORI: You put us all the way
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     down there, so I can't see anybody.
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            PRESIDENT GULATI: That's only
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because the room was so big that I couldn't get you on the other side of the doors, Peter, but go ahead.

MR. PINORI: I appreciate that. Anyway, the reason I'm here is, first of all, I want to welcome each and every one of you on behalf of our two great presidents, Mr. Richard Christiano from the Youth, and my eternal friend, Mr. Sal Rapaglia, and the boards, to the greatest city in the world, Eastern New

York, Manhattan. I think that the committee with Dan Flynn, and I want to mention Linda Cardenas, who is the best in everything she does, did a great

job of giving us a flavor of Manhattan.

I mean, all of you were at "Wicked" last night. And we are staying in Times Square. I mean, you could walk anywhere from here. And many of you are going to be off this, after the meeting, so enjoy the city. Just be careful that you are in a big city, and you should always be checking your surroundings, okay? So that's one thing I want to say.

Secondly, and I hope I'm going to be able to do this without breaking down, but I want to thank Mike Edwards, Sunil, the Board, and all of you, for giving Rocco the presentation you did. I appreciate that.

Secondly -- or thirdly, I want to say all of you know the USA, of course, is going to beat Brazil, and I believe that we are going to pass the group, and we're going to go further. I strongly believe that. I believe that we're going to beat Ghana and at least tie or win against Portugal. And then we'll move on. So I wanted to say that. I'm hoping.

And lastly, Sunil, a personal message. New York is great at this time of the year, and San Francisco will be wonderful too spending it with our wives. But I think -- and Sunil knows exactly where I'm going here -- I think that two years from now, we should be going back to Hawaii, because it's a great time of the

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year for Hawaii.

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(Applause.)

MR. PINORI: And with that, Mr. Sunil -- I believe Marcello wants to come in a couple of years.

So with that, I will close. Thank you very much. Enjoy the city. God bless.

(Applause.)

PRESIDENT GULATI: Peter, I'm told by the parliamentarian that any motion regarding location of annual meetings needs to be done by electronic ballot, so we'll do that in a little bit.

Yeah.

MR. AVEN: Good morning. My name is Bill Aven. I'm the president of the Oklahoma Soccer Association. We don't ask for help very often, but the Federation and U.S. Youth came through great for us last year. We lost two soccer players in the tornados. Excuse me. You all helped raise \$49,963.86. That was distributed to 42 families across the state who greatly appreciated your help.

It was extraordinarily generous of you to announce and ask for a moment of silence for the two children at the U.S.-Germany game last summer. That, too, was greatly appreciated.

As I said, we don't ask for help very often, and when it comes through as generously and graciously as you-all provided, I want to say thank you very much.

Now, we all know tax season is coming, and should you be looking for another donation opportunity, the tornado fund is still there because those things do happen to come through with a degree of regularity. But thank you very much.

(Applause.)

MR. RUSSO: Good morning. My name is Dominic Russo. I'm the President of the United States Power Soccer, and on behalf of our players and staff of our national team, I just want to thank the Federation for your continued support in providing kits for them on travels to competition.

I can tell you that they wear that shield with pride and honor. And thank you.

(Applause.)

PRESIDENT GULATI: Thanks, Dom. MR. EDWARDS: Everything is going

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pretty smooth here this weekend. I got in

Wednesday night, and I spent most of Thursday hanging around the staff command center getting

4 in the way and generally interfering to 5

demonstrate that national officers can really be helpful.

If you noticed last night, the staff was all bundled up, looking like they were getting ready for where we're really going to have the next AGM, in January in Nome, Alaska, standing down there to get you over to the theater. That guy standing out there about halfway with the blue nose that said, "keep going this way," that's Ryan Mooney. He runs the referee and coaching department, but for the AGM, everybody is the same employee. There's somebody from U.S. Soccer that makes sure that this meeting comes off, and Dan, Brian, Linda, Amy, Michelle, Ryan -- I will leave out some names -but the reason this happens so smooth, when I tell you something, they were here until midnight setting up this room to make sure it went right, and they were back downstairs at six this

morning, making sure it went right.

They come in; did a fantastic job,

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smooth as can be. You never know how it gets done, but if you see any of them on the way out, please thank them for what they did.

(Applause.)

MR. EDWARDS: Stand up. Where is the rest of the staff in the room? I know they've got to be here. They make it happen. And they make it happen well.

PRESIDENT GULATI: Thanks. Anyone else? On this side before I look backwards.

Okay. John Sutter.

MR. SUTTER: Thank you, Sunil.

To everyone in the room -- quite a distinguished crowd -- many of our state associations are much older. But 2014 marks the 40th anniversary of U.S. Youth Soccer. And over those 40 years, there have been truly amazing changes in the game, and the same is very true for U.S. Youth Soccer, from a few hundred thousand players in 1974 to over 3 million.

Soccer, over those years, has become much more complicated. The landscape has definitely changed, but at the end of the day for us, for U.S. Youth Soccer, it still comes down to kids playing soccer, learning, and developing as

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people. And as we do that, our greatest strength remains our volunteers. And I wanted to take this opportunity to thank each of them, past, present and future.

And along with the remarks that you made, the future for us and for all of soccer, we agree it looks so bright, and we look forward to embracing that future as part of the Youth U.S. Soccer family. We appreciate that.

On a personal note, my dear friend, Bob Black, sends his regards, and those of you that know him know that he very deeply regrets not being able to attend the AGM in person. And he does look forward to the day when he will be able to attend and join you once again. And he appreciates the thoughts that you send his way.

Thank you very much.

(Applause.)

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PRESIDENT GULATI: Kevin Payne.

MR. PAYNE: I would just like to thank the membership for having had the opportunity to serve you on this Board for quite a while. I'm not going away. I will still be involved in the game and still be involved in the Federation. You will still be seeing me at these

events.

I actually want to say a little more about Richard. And I'm going to have some comments also tonight in the video about Richard when he's honored with the Werner Fricker Award. But just a quick comment or two.

That I think it's very appropriate, from my point of view, that as Richard and I leave the Board, Sunil is reelected to another term. The three of us formed a -- kind of a trio back in the days when the Federation really did not have a lot of money and was really constrained in many ways in what we could do. When I joined the Federation, I think our budget was somewhere around \$7 million -- the total budget to do everything that we did. We were running a national teams program out of a personal line of credit that Werner Fricker was on the book for out of a savings and loan in Pennsylvania which probably doesn't even exist anymore. And Richard, you know, fresh off the success of the U.S. Men's National Team game against Dpner in Philadelphia, was running around the countryside trying to figure out ways to make money. He was also serving at the time as

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President of the EPYSA, if I remember.

But it was a different time. It's incredibly satisfying to see how far we've come in a relatively short period of time. Our budget next year will approach \$100 million, and the reserves that we have on hand, the ability to make strategic decisions and move on them in an aggressive way, is quite remarkable.

We've come a long way. And one of the people that really helped us make that journey is Richard, and I wish Richard all the

(Applause.)

PRESIDENT GULATI: Thank you, Kevin. Mr. Garber.

MR. GARBER: Let me just start, Sunil, on behalf of all of your friends in the professional game, and I think everybody in the room welcomes you back for four more years, and we look forward to going to bigger and better places with our sport and with all of your members.

Let me, if I can, just take a brief moment and share a story that I can remember very well, which was the first AGM that I attended in

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1999. And at that time, there wasn't a great relationship between the professional game and the way we were structured and the membership. And at the end of that meeting, a state president came up to me and introduced himself, and then he took the season tickets that he had purchased from the MLS team and he tore them up in front of me, and said, I have no interest, and nor does anybody in my state have any interest in supporting your club.

And I went back after that and I spoke to our guys, and I said what is it that's happening that we have a dynamic -- at that time, this was 15 -- almost 15 years ago -- when the league was not connected to membership. And there was all sorts of political stuff. And I remember we went back, and said, collectively, we need to earn the respect and earn the engagement that we, as professionals, at all levels need to have with all of the leaders of the sport that can help influence all the people that you touch, to turn them from being great participants into being fans of the game.

And in the last 14 years, there have been a number of different iterations of the

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leagues. But now with Major League Soccer, a growing and thriving group AYSO and USO that continues to grow, and now, thankfully, a growing and increasingly popular women's game, we have dozens and dozens of professional teams that are playing games all over the country, and in Canada as well, with almost all of our leagues.

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And our goal is to try to do everything we can to entertain and grow the game from participant player/developer perspective to get people to care about the sport at the highest level and to have all of our athletes that you have helped create be great corporate citizens and great community citizens, and all of us speak with great pride to all of the great programs and all the great contributions that these athletes make in your communities.

But we still need your help to turn all of the people that you touch into being engaged fans of the sport, because at the end of the day when people are celebrating and people are going home and really caring about one of these clubs, wherever they are, that ultimately is what's going to help take this game higher. Put more money into the game so it can be

invested into programs like yours and,
ultimately, go into player development, so that
we continue to win World Cups with the women, and
hopefully we'll win a World Cup with the men.

So I pledge on behalf of all of our

So I pledge on behalf of all of our leagues that we will do our part, and I ask for your support and hopefully, I believe, now we have earned your support.

Lastly, I want to say a couple of things about Kevin. All of you know him, you've probably known him a lot longer than many of us at Major League Soccer; he's been involved in this board for 30 years. He was a great Board member, very engaged, very focused, took off his pro hat and really thought about what it is that he can do to try to grow the game. Kevin, we miss you in Major League Soccer. We will miss you as a member of the Board, but I know you will be involved for many, many years to come.

Lastly -- two "lastly's" -- Donna as an independent member is a great addition to our Board. Donna is one of the great educational thinkers in our country. She happens to be a fanatic sports fan and owns a couple of sports teams that are almost larger than most pro teams

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down in Miami, and will become a major influence, hopefully, in the re-creation of governance at the NCAA. So she has been a very valuable member, and Donna, we want to welcome you back. Congratulations.

Thank you.

(Applause.)

 $PRESIDENT\ GULATI:\ Jon\ McCullough.$

MR. MC CULLOUGH: First of all, Sunil, I would like to, on behalf of the Athletes Council, we want to congratulate you and again say how much we're looking forward to working with you in the next four years.

The next thing I want to talk about too, I want to point out that next week the third-largest sporting event in the world will start. It's the International Paralympic Games. These are games that are for events, that include events for athletes with elite physical disabilities. This includes disabled athletes that are our veterans, who used the sport of soccer in their rehabilitation and are once again able to represent our country.

It is with a great deal of pride, as a disabled veteran, that I recognize this sport

as being a leader in the movement of the disabled athletes and being ahead of our time.

Ten years ago, we established a disabled standing committee. In addition, we have taken a step forward to get our U.S. Paralympic Soccer Program in hiring a new head coach. His name is Stuart Sharp.

For the Good of the Game, I do look to you, the delegates from every state, to reach out and discover what this program is in our quest to have a team qualify and return to Brazil in the 2016 Paralympic and Olympic games.

So in the Good of the Game, I do want to recognize the support of soccer in the development of athletes with physical disabilities. Thanks.

PRESIDENT GULATI: Thanks, Jon. (Applause.)

PRESIDENT GULATI: Mr. Flamhaft. MR. FLAMHAFT: Is this on? PRESIDENT GULATI: Go ahead. Try

again.

MR. FLAMHAFT: Mr. Gulati, as a son of a former president of the United States Soccer Federation, I think my father would join me in

Page 79 Page 78 1 1 Angelo Robbins is here. I would like to welcome saying that you honor the position. 2 2 him to New York. (Applause.) 3 3 PRESIDENT GULATI: Welcome, Angelo. PRESIDENT GULATI: Thank you. 4 4 Great to have you here with us. Ms. Gill, and then we'll go to 5 5 Mr. Rapaglia. MR. RAPAGLIA: Angelo used to be a 6 6 teammate, and we used to room together with our Evelyn. 7 7 MS. GILL: I would just like to Russian coach, Klinsmann. 8 8 PRESIDENT GULATI: Thank you. mention for those of you who don't know that 9 9 there is a Supporters Club -- a U.S. Soccer Anyone else? 10 10 Supporters Club. For those of you who may have So before we show you the video, the 11 11 children, family and friends, and you don't know last video, and then adjourn, I think the two 12 12 pieces of advice we have about New York what to get them for gifts, it's a great gift to 13 13 activities, if you are engaging in those the rest give someone. There's all levels of 14 14 of the day, Mr. Edwards advises that if you see participation. So think about it. I know I gave 15 15 it to my two sons, and they are very happy to be Ryan Mooney or anyone with a U.S. Soccer jersey 16 16 members of our Supporters Club. So think about or jacket on, feel free to follow them. 17 17 Mr. Pinori's advice is if you see doing that when you are thinking, what am I going 18 18 anyone in a long coat that's not a U.S. Soccer to buy them this year. 19 19 PRESIDENT GULATI: Mr. Rapaglia. person, don't follow them. 20 20 MR. RAPAGLIA: Mr. Gulati, we have Thank you all very much for coming. We've 21 21 got a closing video that should get you a little bit additionally heard from your state in New York 22 2.2 City, anyway, you used to play with the excited about what's going to happen this summer in 23 23 Brazil. And then I would ask the two new life Klinsmann -- already a USA coach -- his name is 24 24 members to come down afterwards. We will honor them actually Orlando. And like I said, I spoke to 25 25 formally, and then we will be adjourned. you already, but I wanted to say, but anyway, Page 80 Page 81 1 Let's run that video. 1 San Francisco. Tonight's dinner first, yes. 2 2 (Video shown.) We'll feed you before we send you home. 3 (Applause.) (Adjourned at 9:50 a.m.) 4 4 PRESIDENT GULATI: As we look at that 5 5 second game on there, U.S. versus Portugal, and 6 6 we look back at that video, I see we've got John 7 7 O'Brien, who scored that goal you saw. Let's 8 8 hope we get a couple more of those this summer 9 9 against Portugal, John. Thanks for that goal. 10 10 If we could have Mr. Amoroso and 11 11 Mr. Marcos come down. And just stay in your 12 12 seats for 30 seconds, the rest of you. We will 13 13 get a picture with them, and present them with 14 14 their entry to Life Membership. Rocco and 15 15 Francisco, come on down. 16 16 (Photos taken.) 17 17 PRESIDENT GULATI: With that, ladies 18 18 and gentlemen, we'll take a motion to adjourn. 19 19 MR. NUNEZ: So move. 20 2.0 PRESIDENT GULATI: So moved by 21 21 Mr. Nunez. 22 22 The meeting is adjourned. Thank you 23 23 all for your participation. Enjoy the rest of 24 24 the day. 25 25 Safe travels home. We'll see you in

Page 82 REPORTER'S CERTIFICATE 2 3 I, DEBRA K. RESLING, RMR, and Certified 4 Realtime Reporter appointed to take the meetings of 5 the U.S. Soccer Federation, do certify that the 6 within proceedings of the National Council meeting 7 were taken by me stenographically in New York City, 8 New York, on March 1, 2014 then reduced to 9 typewritten form consisting of 82 pages herein; that 10 the foregoing is a true transcript of the proceedings 11 12 13 In witness hereof I have hereunto set my hand 14 this 18th day of March, 2014. 15 Debra K. Resling, CSR, CRR, RMR 17 Registered Merit Reporter and Notary Public. 18 4 Cheyenne Blvd., Colorado Springs, CO 80905 19 My commission expires February 28, 2017 22 23 24 25

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