

2012 U.S. Soccer AGM

Miami, Florida • March 2-3, 2012





**U.S. Soccer Federation
2012 Annual General Meeting
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- VII. Affirmation of Policies Adopted since 2011 AGM





Section I

National Council Meeting Agenda



**U.S. Soccer Federation
96th National Council Meeting
March 3, 2012
Miami, FL
9:00 a.m. ET**

- I. Opening Remarks and Introduction – President Sunil Gulati
- II. Moment of Silence
- III. Pledge of Allegiance
- IV. Roll Call
- V. 2012 Credentials Committee Report
- VI. Approval of AGM 2011 National Council Meeting Minutes
- VII. Reports of Officers and Committees
 - A. President's Report
 - B. Vice President's Report
 - C. Secretary General's Report
 - D. Appeals Committee Report
 - E. Athlete Council Report
 - F. Budget Committee Report
 - G. Credentials Committee Report (2011)
 - H. Disability Soccer Committee Report
 - I. Open Cup Committee Report
 - J. Physical Fitness, Sports Medicine Committee Report
 - K. Referee Committee Report
 - L. Rules Committee Report
- VIII. New Business
 - A. Proposed Budget Fiscal Year 2013
 - B. Membership Applications
 - 1. NASL (Division 2 Professional League)
 - 2. North Dakota Soccer Association
(Adult State Association)
 - 3. North American Adult Soccer Association
(Other Affiliate)
 - C. Life Member Nominations



- D. Wisconsin Soccer Association (this item will be considered by the Board of Directors prior to the National Council Meeting)
- IX. Proposed Amendments to the Federation Bylaws
 - A. Bylaw 802 (Stephen Flamhaft)
 - B. Bylaw 802 (Stephen Flamhaft)
- X. Affirmation of Federation Policies adopted since 2011 AGM
(Items A through D are included herein. Items E and F are to be considered by the Board of Directors at the March meeting and, if approved, will be distributed in a supplemental packet on the day of the National Council Meeting.)
 - A. Policies 241-2, 601-2 and 601-8 (Task Force on Professional Player Fees)
 - B. Policy 411-1 (Sunil Gulati)
 - C. Policy 531-1 (Referee Committee)
 - D. Policy 601-6 (Sunil Gulati)
 - E. Policy 214-2 (Richard Groff)
 - F. Policy 521-1 (Task Force on the Distribution of International Games)
- XI. Election of Foundation Board Members
- XII. Election of Independent Director
- XIII. Election of Vice President
- XIV. For the Good of the Game
- XV. Adjournment





Section II

Minutes from the 2011 National Council Meeting

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UNITED STATES SOCCER FEDERATION

95th Annual General Meeting

National Council Meeting

Flamingo Las Vegas Hotel

Las Vegas, Nevada

February 12, 2011

9:00 a.m. - 11:20 a.m.

Reported by Debra K. Resling, RMR, CRR

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1 (Commencing at 9:05 a.m.)

2 PRESIDENT GULATI: Will you grab your seats,

3 please. Thank you.

4 Welcome to the Annual General Meeting of the

5 National Council meeting and to Las Vegas. In the

6 general category of impossible to please everyone, I

7 apologize to those of you from New York who were

8 apparently upset about our favoritism in the selection

9 of the Broadway show last night. Off Broadway, I guess,

10 technically.

11 We've got a number of things to cover today.

12 You will hear from a few people, a few people that you

13 haven't heard from in some years and obviously some

14 business items. It's been an interesting 13 months or

15 12 months, and we'll talk a little bit about that, some

16 of the highlights and some of the things that I want to

17 do going forward, but let's do the business of the

18 meeting first.

19 So, with that, I would like to start with a

20 Moment of Silence. If you would stand and give a Moment

21 of Silence for those that we have lost over the last

22 year.

23 (Moment of silence.)

24 PRESIDENT GULATI: Thank you.

25 Mr. Edwards will lead us in the

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1 Pledge of Allegiance. It's also part of the

2 exercise program from the White House.

3 (Pledge of Allegiance recited.)

4 PRESIDENT GULATI: If you're are

5 going to make comments, go to the microphone.

6 Bob's comments to Mr. Edwards

7 following his leading of the Pledge of Allegiance

8 was he was glad that he wasn't Christina

9 Aguilera. Frankly, I'm not quite that glad.

10 We'll go through the roll call, and

11 if Mr. Kepner is in the room -- and I certainly

12 hope he is -- as he's coming up, a couple of

13 quick comments on the microphones. They are

14 gated, which means it's have to be close to you

15 like this one is, so if you come to a microphone,

16 they're gated.

17 Second, please turn off your cell

18 phones, especially if you have them near a

19 microphone, but in general, turn off your cell

20 phones. They obviously interrupt speech, and

21 given recent events in the world, anyone in the

22 leadership position would like all the internet

23 and cell phones as well as Twitter and everything

24 else turned off during the course of the meeting.

25 Mr. Kepner is ready to go. As

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1 you-all know, this takes a few minutes, so be
 2 patient.
 3 MR. KEPNER: Thank you very much.
 4 Welcome to Las Vegas.
 5 It is my distinct pleasure each year,
 6 as it has been for several years, to perform this
 7 credentials function. As you-all know, it's a
 8 function that is not performed alone, just one
 9 person. There's a credentials committee. I want
 10 to give credit to that committee: Kathy Zolad,
 11 Ken Conselyea, Russell Sargeant, Tiffany Roberts
 12 Sahaydak, and then with the support of the U.S.
 13 Soccer staff function as well, Greg Fike, Lisa
 14 Levine, Melissa Biniewicz, Mark Bahsen, Eric
 15 Gleason and Michael Leuzzi.
 16 The function of doing it in the
 17 manner that we do is something that's gone on for
 18 an extended period of time. The key element of
 19 the credentials is to find out who is, Number 1,
 20 coming; Number 2, who is here; and then to use a
 21 formula by which we need to balance out council
 22 weighting to use our time-honored system, and so
 23 there's a mathematical process involved.
 24 In truth, we compile all of that,
 25 determine who is here, based on registration and

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1 roll call -- and I have given the report of the
 2 credentials -- if there's an organization, a
 3 state association or some other organization or
 4 individual that has not shown up by that second
 5 round of calling names, somebody is not here,
 6 then, two or three members of the Credentials
 7 Committee will pick up the keypads of that
 8 particular entity, group, individual, whatever it
 9 might be, carry them over to the desk, over
 10 there, together with the name tag, and in effect,
 11 remove them from the body.
 12 If you happen to be next to an entity
 13 for which that occurred, and they suddenly
 14 appear, say, 15 minutes later, they didn't lose
 15 their ability to be able to participate, and they
 16 don't know where to go, and they sit down, you
 17 can tell them their keypads are over there. They
 18 can pick them up, and sit where they should.
 19 So having done that and explained the
 20 process, I will go first of all through the roll
 21 call, and I will start as I always do with the
 22 youth council. Again, announce your presence in
 23 some appropriate fashion, clearly, so I can hear.
 24 I will start with USYSA State
 25 Associations.

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1 presence. We get that job done by late on
 2 Friday, compile, figure out multipliers, and then
 3 the roll call to that we apply those multipliers
 4 to the keypads, and it's the company that comes
 5 and helps us with that. And then we read the
 6 roll call to establish presence here at the event
 7 itself.
 8 When I go through the roll call, I
 9 will determine whether or not somebody -- please
 10 answer present or here or as I heard yesterday,
 11 at one of the meetings, "yo;" something
 12 appropriate, so that you can be heard very
 13 clearly, so that I can hear you up here, so that
 14 it's clear, and I will put a checkmark. If I
 15 don't hear something, I'm going to put a circle
 16 next to that particular name, and when I go
 17 finish with a particular council, I will go back
 18 through that council and ask -- actually, I will
 19 wait until the very end -- and then I will go
 20 back through and see if there's anybody that has
 21 shown up. Because that does sometimes happen
 22 after a late night watching the Jersey Boys and
 23 other kinds of things, people might oversleep
 24 so... and they arrive.
 25 If we, by the end, at the end of the

Page 9

1 Q Alabama.
 2 A Here.
 3 Q Alaska?
 4 A Here.
 5 Q Arizona?
 6 A Here.
 7 Q Arkansas?
 8 A Present.
 9 Q California North?
 10 A Present. Here.
 11 Q California South?
 12 A Here.
 13 Q Colorado?
 14 A Here.
 15 Q Connecticut?
 16 A (No response.)
 17 Q Delaware?
 18 A Here.
 19 Q Florida?
 20 A Here.
 21 Q Georgia?
 22 A Here.
 23 Q Hawaii?
 24 A Here.
 25 Q Idaho?

Page 10	<p>1 A Here.</p> <p>2 Q Illinois?</p> <p>3 A Here.</p> <p>4 Q Indiana?</p> <p>5 A Here.</p> <p>6 Q Iowa?</p> <p>7 A Here.</p> <p>8 Q Kansas?</p> <p>9 A Present.</p> <p>10 Q Kentucky?</p> <p>11 A Here.</p> <p>12 Q Louisiana?</p> <p>13 A Here.</p> <p>14 Q Maryland?</p> <p>15 A Here.</p> <p>16 Q Massachusetts?</p> <p>17 A Here.</p> <p>18 Q Michigan?</p> <p>19 A Here.</p> <p>20 Q Minnesota?</p> <p>21 A Here.</p> <p>22 Q Mississippi?</p> <p>23 A Here.</p> <p>24 Q Missouri?</p> <p>25 A Here.</p>	Page 11	<p>1 Q Nebraska?</p> <p>2 A Here.</p> <p>3 Q New Hampshire?</p> <p>4 A Here.</p> <p>5 Q New Jersey?</p> <p>6 A Here.</p> <p>7 Q New Mexico?</p> <p>8 A Here.</p> <p>9 Q New York East?</p> <p>10 A Here.</p> <p>11 Q New York West?</p> <p>12 A Here.</p> <p>13 Q North Carolina?</p> <p>14 A Here.</p> <p>15 Q North Dakota?</p> <p>16 A Here.</p> <p>17 Q Ohio North?</p> <p>18 A Here.</p> <p>19 Q Ohio South?</p> <p>20 A Here.</p> <p>21 Q Oklahoma?</p> <p>22 A Here.</p> <p>23 Q Oregon?</p> <p>24 A Here.</p> <p>25 Q Pennsylvania East?</p>
Page 12	<p>1 A Here.</p> <p>2 Q Pennsylvania West?</p> <p>3 A Here.</p> <p>4 Q Rhode Island?</p> <p>5 A Here.</p> <p>6 Q South Carolina?</p> <p>7 A Here.</p> <p>8 Q South Dakota?</p> <p>9 A Here.</p> <p>10 Q Tennessee?</p> <p>11 A Here.</p> <p>12 Q Texas North?</p> <p>13 A Here.</p> <p>14 Q Texas South?</p> <p>15 A Here.</p> <p>16 Q Utah?</p> <p>17 A Here.</p> <p>18 Q Vermont?</p> <p>19 A Present.</p> <p>20 Q Virginia?</p> <p>21 A Here.</p> <p>22 Q Washington?</p> <p>23 A Present.</p> <p>24 Q Wisconsin?</p> <p>25 A Here.</p>	Page 13	<p>1 Q Okay. Then we have the total -- all</p> <p>2 USYSA state associations appear to be present.</p> <p>3 That was 220. You can figure out, each of you,</p> <p>4 the number of votes you have because of number of</p> <p>5 keypads that you have, but that was 220 votes, so</p> <p>6 to speak.</p> <p>7 I will continue with the youth</p> <p>8 council. AYSO?</p> <p>9 A Here.</p> <p>10 Q U.S. Club Soccer?</p> <p>11 A Here.</p> <p>12 Q That was 40 and 20 effectively for</p> <p>13 the two organizations. Continuing with the youth</p> <p>14 council, the youth commissioners.</p> <p>15 Evelyn Gill?</p> <p>16 A Here.</p> <p>17 Q Bill Podawallis?</p> <p>18 A Here.</p> <p>19 Q Bob Singer?</p> <p>20 A Here.</p> <p>21 Q Jolene Nielsen?</p> <p>22 A Here.</p> <p>23 Q Bill Sage?</p> <p>24 A Here.</p> <p>25 Q Okay. Everybody is present. The</p>

Page 14	Page 15
1 total delegate votes for the Youth Council, 285.	1 Q Hawaii?
2 I'll return to that subject.	2 A Here.
3 Moving over to the Adult Council now.	3 Q Idaho?
4 Again, same method I will go with the USASA State	4 A Here.
5 Associations.	5 Q Illinois?
6 Alabama?	6 A Here.
7 A Here.	7 Q Indiana?
8 Q Alaska?	8 A Here.
9 A Here.	9 Q Iowa?
10 Q Arizona?	10 A Here.
11 A Here.	11 Q Kansas?
12 Q Arkansas?	12 A Here.
13 A Here.	13 Q Kentucky?
14 Q California North?	14 A Here. Here.
15 A Here.	15 Q Louisiana?
16 Q California South?	16 A Here.
17 A Here.	17 Q Maryland?
18 Q Colorado?	18 A Here.
19 A Here.	19 Q Massachusetts?
20 Q Connecticut?	20 A Here.
21 A (No response.)	21 Q Metro D.C. Virginia?
22 Q Florida?	22 A Here.
23 A Here.	23 Q Michigan?
24 Q Georgia?	24 A Here.
25 A Here.	25 Q Minnesota?
Page 16	Page 17
1 A Here.	1 Q Ohio South?
2 Q Mississippi?	2 A Yeah.
3 A Here.	3 Q Oklahoma?
4 Q Missouri?	4 A Here.
5 A Here.	5 Q Oregon?
6 Q Montana?	6 A Here.
7 A Here.	7 Q Pennsylvania East?
8 Q Nebraska?	8 A Here.
9 A Here.	9 Q Pennsylvania West?
10 Q Nevada?	10 A Here.
11 A Here.	11 Q Rhode Island?
12 Q New Hampshire?	12 A Here.
13 A Here.	13 Q South Carolina?
14 Q New Jersey?	14 A Here.
15 A Here.	15 Q South Dakota?
16 Q New Mexico?	16 A Here.
17 A Here.	17 Q Tennessee?
18 Q New York East?	18 A Here.
19 A Here.	19 Q Texas North?
20 Q New York West?	20 A Here.
21 A Here.	21 Q Texas South?
22 Q North Carolina?	22 A Here.
23 A Here.	23 Q Utah?
24 Q Ohio North?	24 A Here.
25 A Here.	25 Q Washington?

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1 A Here.
 2 Q Wisconsin?
 3 A Here.
 4 Q We had one not reporting as present.
 5 I will reread that. Connecticut?
 6 A (No response.)
 7 Q Okay. The total for USASA State
 8 Associations number of votes 167. I will return
 9 to that as well.
 10 Affiliates of USASA and members of
 11 the Adult Council.
 12 AYSO Adult League.
 13 A Here.
 14 Q Mid Atlantic Showcase Soccer League?
 15 A Here.
 16 Q National Premier Soccer League?
 17 A Here.
 18 Q Women's Premier Soccer League?
 19 A Here.
 20 Q That added an additional 11.
 21 Adult Commissioners.
 22 Bill Bosgraff?
 23 A Here.
 24 Q Werner Fricker, Jr.?
 25 A (No response.)

Page 20

1 Q Brett Lashbrook?
 2 A Here.
 3 Q Alfonso Mondelo?
 4 A Here.
 5 Q Jesse Perl?
 6 A Here.
 7 Q Nelson Rodriguez?
 8 A Here.
 9 Q Russell Sargeant?
 10 A Here.
 11 Q Guiselle Torres?
 12 A Here.
 13 Q Kevin Payne?
 14 A Here.
 15 Q For the United Soccer Leagues, Tim
 16 Holt?
 17 A Here.
 18 Q Francisco Marcos?
 19 A Here.
 20 Q For Women's Professional Soccer,
 21 Ann-Marie Eileraas?
 22 A Here.
 23 Q Total for the Professional Council
 24 14.
 25 Athletes Council.

Page 19

1 Q Rob LaVielle?
 2 A Here.
 3 Q Fritz Marth?
 4 A Here.
 5 Q Bruno Trapikas?
 6 A Here.
 7 Q I will again read Werner Fricker,
 8 Jr.? No?
 9 Okay. The total Adult Council is
 10 183. I will return to that as well.
 11 Oh, and just for the information for
 12 the joint state associations, you have two
 13 different color elements on your keypads, the
 14 white are the youth keypads, and the green are
 15 the adult keypads.
 16 Okay. Now, I will move to the
 17 Professional Council for Major League Soccer.
 18 Tim Bezbatchenko?
 19 A Here.
 20 Q Brendan Fitzgerald?
 21 A Here.
 22 Q Matt Hill?
 23 A Here.
 24 Q Court Jeske?
 25 A Here.

Page 21

1 Derek Armeaud?
 2 A Here.
 3 Q Marcelo Balboa?
 4 A Here.
 5 Q Cindy Cone?
 6 A Here.
 7 Q Siri Mullinix?
 8 A Here.
 9 Q Tiffany Roberts Sahaydak?
 10 A Here.
 11 Q Danielle Slaton?
 12 A Here.
 13 Q Sasha Victorine?
 14 A Here.
 15 Q Tiffeny Milbrett.
 16 A Here.
 17 Q Total Athlete Council, 8.
 18 The next category is other members.
 19 We have Soccer Association For Youth.
 20 A Here.
 21 Q United States Specialty Sports
 22 Association?
 23 A Here.
 24 Q We have National Associations, USASA?
 25 A Here.

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1 Q AYSO?
 2 A Here.
 3 Q USYSA?
 4 A Here.
 5 Q U.S. Club Soccer?
 6 A Here.
 7 Q We have associate members.
 8 National Soccer Coaches Association
 9 of America?
 10 A Here.
 11 Q We have Disabled Service
 12 Organizations. U.S. Power Soccer?
 13 A Here.
 14 Q Total for other members is 8.
 15 We have life members.
 16 Gianfranco Borroni?
 17 A Here.
 18 Q Chris Christoffersen?
 19 A Here.
 20 Q Hank desBordes?
 21 A Here.
 22 Q Stephen Flamhaft?
 23 A Here.
 24 Q Larry Harmon?
 25 A Here.

Page 24

1 Q Mike Edwards?
 2 A Here.
 3 Q Danielle Fotopoulos?
 4 A Here.
 5 Q Don Garber?
 6 A Here.
 7 Q Richard Groff?
 8 A Here.
 9 Q Sunil Gulati?
 10 A Here.
 11 Q Burton Haimen?
 12 A Here.
 13 Q Jim Hamilton?
 14 A Here.
 15 Q Jon McCullough?
 16 A Here.
 17 Q Fabian Nunez?
 18 A Here.
 19 Q Bob Palmeiro?
 20 A Here.
 21 Q Donna Shalala?
 22 A Here.
 23 Q John Sutter?
 24 A Here.
 25 Q Total for Board of Directors, 14.

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1 Q Marty Mankamyer?
 2 A Here.
 3 Q Gerhard Mengel?
 4 A Here.
 5 Q Foster Perry?
 6 A Here.
 7 Q Darl Rose?
 8 A Here.
 9 Q Howard Rubenstein?
 10 A Here.
 11 Q Hank Steinbrecher?
 12 A Here.
 13 Q Larry Monaco?
 14 A Here.
 15 Q Total for life members is 12.
 16 Dr. Contiguglia?
 17 UNIDENTIFIED SPEAKER: You forgot
 18 Alan.
 19 MR. KEPNER: I did not forget Al.
 20 And that total was 12.
 21 Board of Directors.
 22 Jeff Agoos.
 23 A Here.
 24 Q Carlos Cordeiro?
 25 A Here.

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1 Past presidents. And for the first
 2 time, two names will be called.
 3 Dr. Bob Contiguglia?
 4 A Here.
 5 Q Alan Rothenberg?
 6 A Here.
 7 Q Past presidents, two.
 8 Now, you take all of those -- and
 9 again, I will go back one more time to the ones
 10 that did not answer as present.
 11 For USASA, State Associations,
 12 Connecticut?
 13 A (No response.)
 14 Q Adult commissioners in the Adult
 15 Council, Werner Fricker, Jr.?
 16 A (No response.)
 17 MR. KEPNER: I believe that was it.
 18 Okay. Now, you take all of that
 19 information, and we determine which is the
 20 largest council. And as you could fully expect,
 21 the largest council is the youth council. So you
 22 might wish to record this information.
 23 The numbers that I gave you before, I
 24 will highlight them again. Youth council 285
 25 votes. Adult council 183 votes. Professional

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1 council, 14 votes. Athletes Council, 8 votes.
 2 Other members, 8 votes. Life members, 12 votes.
 3 National Board of Directors, 14 votes. Past
 4 presidents, 2 votes, total votes 526.
 5 Now, the effect of the three large
 6 councils, youth, adult and professional, they
 7 all, by our rules must have an equivalent effect.
 8 And so with the largest council being the youth
 9 council, that's the determining number that we
 10 have to make equivalent for the adult council and
 11 the professional council.
 12 So we take the adult votes and
 13 multiply them by a specified number. First of
 14 all, obviously, the youth council multiplier is
 15 one, 1.00, you push it yes.
 16 MR. Des BORDES: Where does the rule
 17 book give a separate vote to a past president?
 18 Do you have a copy of a rule that says that? I'm
 19 not opposed to it? I just want to know where it
 20 came from.
 21 MR. KEPNER: I don't have a rule book
 22 here. Up here?
 23 UNIDENTIFIED SPEAKER: 302.
 24 MR. KEPNER: We will be happy to give
 25 you that information but I don't have the rule

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1 You add the 891, 223, you get a total of 1,114;
 2 20 percent of that, and you have a little under
 3 223, but the athletes must have no less than 20
 4 percent, so their vote is 223. The total votes
 5 is 1,114. The multiplier, therefore, for the
 6 athletes was 27.88.
 7 If all delegates present, if all
 8 votes were included in a particular vote -- and
 9 we all know that it's very unlikely, and I don't
 10 know that it's ever happened -- we would have a
 11 majority needed of 558 votes, a simple majority.
 12 If we happened to have something that needed to
 13 be voted on that would require a two-thirds vote,
 14 we would be at 743.
 15 I will delay for a moment asking
 16 until we have a resolution on the question of
 17 Mr. desBordes has asked.
 18 PRESIDENT GULATI: 302.4.
 19 MR. Des BORDES: I saw it.
 20 MR. KEPNER: 302.4. Thank you very
 21 much.
 22 So now, I will ask for a motion to
 23 accept the report of the Credentials Committee.
 24 MR. EDWARDS: So move.
 25 UNIDENTIFIED SPEAKER: So move.

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1 book here with me. It's being checked. I
 2 appreciate you bringing it up.
 3 The effect of the youth council, 1.00
 4 times 285, obviously, 285.
 5 Adult Council multiplier, 1.56.
 6 Multiplying 1.56 by the 183. Again, that yields
 7 285 making the total effect exactly the same as
 8 the youth.
 9 The multiplier for the professional,
 10 20.36. Multiply 20.36 by the 14, and you get
 11 285. So those three councils effectively add,
 12 each of them, 285.
 13 The next group that we have to take a
 14 look at is others, other members, life members,
 15 national BOD, past presidents, et cetera.
 16 The sum of those, the 8, the 12, the
 17 14, and the 2 was 36. When you add the 285, 285,
 18 285 and 36, that total is 891. That number,
 19 because the last group, the Athletes Council, by
 20 our rules, the Athletes Council must have no less
 21 than 20 percent of the total composite vote
 22 weighting.
 23 The athletes, you have 891 for the
 24 composite for the nonathlete, 223 percent -- not
 25 223 percent -- but 223 votes is the athlete vote.

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1 DR. CONTIGUGLIA: Second.
 2 MR. KEPNER: We have a motion here to
 3 the right, and from the floor, and a second here
 4 from the left.
 5 All those in favor please say aye.
 6 Opposed; please say no?
 7 The report is accepted.
 8 The next job that we have is to learn how to
 9 use the keypads. And after we have a warmup process, as
 10 we have gone through for several years, then I do
 11 understand that we have some early formal votes to take,
 12 and Mr. Gulati will be handling that.
 13 The warmup part is an absolutely critical
 14 part of the entire assembly event. There's no question
 15 about that. Because if you don't know how to use these
 16 keypads, then you cannot properly participate in the
 17 process. So making sure that you know how to use them
 18 is important.
 19 Two years ago, I gave you a very difficult
 20 situation to deal with, and that was to decide whether
 21 Mickey Mouse or Donald Duck would win a penalty kickoff,
 22 and you decided, I'm sure appropriately, that Mickey
 23 Mouse would do better, and therefore obviously, Donald
 24 Duck was not quacked up to be what we thought he was.
 25 Last year, I gave you a situation involving

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1 some loveable crustaceans called, as I understand it,
 2 and I was taught at the event itself what the correct
 3 name was, crawdads. I, during the challenge question,
 4 the warmup question used crawdaddies. And it was Mr.
 5 DesBordes who taught me, and I appreciated that and I
 6 expressed my appreciation on that occasion, for the
 7 lesson that he taught me. But what Hank didn't know was
 8 that crawdaddies was correct in that context. You see,
 9 the crawdads, their fathers never learned the game of
 10 soccer, therefore I couldn't have crawdads taking a
 11 penalty kick. They couldn't have taken it. They
 12 wouldn't have known what to do. So crawdaddies was the
 13 correct situation.

14 Now, given where we are, I decided that
 15 giving you -- we're in Las Vegas, so I've upped the
 16 ante.

17 Instead of having a one-on-one situation, I
 18 decided to give you a very difficult task this time of
 19 two-on-two.

20 Now, so I have given you -- I have four high
 21 stakes gamblers of worldwide fame and repute.

22 Now, two of them happen to be strong soccer,
 23 members of the soccer family, but all four of these
 24 individuals have played on the same team and they enjoy
 25 doing it.

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1 will win in a two against two match? You know how the
 2 keypad system works. For Team Power 1, Team Power you
 3 will push 1. For team 2, Team Finesse, you will push
 4 two.

5 Now, in the middle there of the screen, which
 6 team would win a two-on-two match, just below that, you
 7 see, as is very appropriate for where we are a slot
 8 machine, and you can start now to decide what your vote
 9 is going to be.

10 We will count down five, four, three, two,
 11 one, and at that point, I will say stop, and your vote
 12 has to be in. You can see it's already at 3, 2, 1.
 13 Stop.

14 Who won this classic matchup? Oh, my gosh.
 15 As anticipated very close. Congratulations, Dan the
 16 Man. It's next year, Sunil the High Flying Goal. And
 17 now, Mr. Gulati.

18 PRESIDENT GULATI: So a couple of
 19 comments. First, the obvious selection on the
 20 teams should alleviate any doubts that Dan and I
 21 had anything to do with the rest of the
 22 Credentials Committee report.

23 Second, Dan was desperately looking
 24 for a keypad before the vote, and I didn't hear
 25 his name called in the Credentials Committee, so

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1 And later at some point, Mr. Gulati, our
 2 president, will report on the success of that particular
 3 team endeavor. But I'm taking four of the members of
 4 that team and moving them into a competitive situation
 5 against each other, two-on-two soccer match.

6 Now, one of the teams, two of the people, or
 7 two of the members are on one team, and we're going to
 8 call that team, Team Power. There they are.

9 Those two members, Arnold, Conan the
 10 Barbarian, Schwarzenegger, and Dan, the Man, Flynn.

11 Now, let me just talk about Team Power.
 12 These are two guys that take brute force as their
 13 approach to handling the game of soccer. They bull
 14 their way through at the game, leaving everybody
 15 asunder. The question is, can they take on successfully
 16 Team Finesse?

17 Team Finesse. Team Finesse is made up of two
 18 equally, viable players, but they use a different
 19 approach. We have Bill, Smooth as Silk, Clinton and his
 20 partner Sunil, High Flyer Goal, Gulati.

21 Okay. Now, both teams are very effective at
 22 what they do. Finesse Team uses a -- to use the terms
 23 of a popular pugilistic, Muhammad Ali, the Finesse Team
 24 dances like a butterfly and stings like a bee.
 25 So the question before you now is which team

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1 I think the whole thing is off.

2 And third, given the results of the
 3 vote, we are looking for applications for General
 4 Secretary.

5 So thanks, Bob. I think it's safe to
 6 say you may a good come-back there with your
 7 keypad.

8 The next order is we -- actually,
 9 we're going to test the keypads with some less
 10 humorous votes, so we will do that now.

11 And, Bob, you also took my notes for
 12 the meeting, so that would be good to return them
 13 or my part my go as long as yours.

14 He wants to be back, he's running.

15 All right. So, we're just testing
 16 these keypads with a couple of questions. Would
 17 you like to come back to Vegas for a future AGM?
 18 Ready to vote. Let's open the voting. Go ahead.
 19 (Vote taken; majority said yes.)

20 PRESIDENT GULATI: Next question.
 21 How many U.S. national team events
 22 have you watched on TV in the last 12 months, and
 23 that could be men's team, women's team or any of
 24 our national youth teams. Let's open up the
 25 voting. Go ahead.

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1 (The majority vote was four or more.)
 2 PRESIDENT GULATI: Of the group that
 3 was one game or less, how many of you had to
 4 leave the house because you didn't have a TV?
 5 Come on, now. Let's get it over there.
 6 Do we have any other questions? Two
 7 more? Which of the three athlete reps has earned
 8 the most caps. Good question. No Googling.
 9 Let's start.
 10 (The athletes listed were Jeff Agoos,
 11 Danielle Fotopoulos and Jon McCullough.)
 12 PRESIDENT GULATI: Correct answer;
 13 Jeff Agoos. Thank you.
 14 And one more question. Which team is
 15 not a first-round opponent for the U.S. women at
 16 this summer's World Cup?
 17 (The teams listed were Sweden,
 18 Columbia, North Korea or Brazil.)
 19 PRESIDENT GULATI: The answer was
 20 Brazil. So many of you said it was Columbia
 21 University. Okay. Thank you.
 22 The system seems to be working. I'm
 23 not sure the mass media efforts are getting you
 24 to watch the national team are working quite as
 25 well, but we'll work on that.

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1 including behind me, and at least one other
 2 place, which are our U.S. National Team Players,
 3 former players, people who have worn the U.S.
 4 National Team jersey. If you would all stand
 5 please, the athletes.
 6 The Athletes Council, included up
 7 here, in our former world champion, April
 8 Heinrichs, and you will hear from her a little
 9 bit later.
 10 And two other groups. Those of
 11 you -- we will give you five seconds to do the
 12 math just in case -- those of you that have had
 13 25 Annual General Meetings or more, stand up.
 14 25 AGMs or more, please stand.
 15 (Applause.)
 16 PRESIDENT GULATI: Thank you. Quite
 17 a few. Do we have any folks that are here for
 18 your first AGM? Anyone at their first Annual
 19 General Meeting? Stand up please.
 20 (Applause.)
 21 PRESIDENT GULATI: Welcome.
 22 Normally, we do a presentation with
 23 some PowerPoint slides and talk about the year
 24 and talk about some things we're going to go try
 25 to do in the future. We're going to abandon that

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1 MR. KEPNER: For a point of
 2 information, and that is, if others did have the
 3 same question that John Collins had a moment ago,
 4 he came over and said were those votes weighted?
 5 Those were not.
 6 PRESIDENT GULATI: Those votes were
 7 not weighted. Those were test votes.
 8 MR. KEPNER: Yes, that's correct.
 9 PRESIDENT GULATI: John, you were
 10 concerned about any of the particular results not
 11 going your way.
 12 MR. COLLINS: I didn't --
 13 PRESIDENT GULATI: We'll talk about
 14 this after. You sit with desBordes over there.
 15 On that note, first, let me
 16 officially, welcome some special members that we
 17 have here today, not all of us are traditions,
 18 some of it is. In the front row, we have our
 19 life members, and if you would stand, so we can
 20 properly acknowledge you, please. The life
 21 members of U.S. Soccer.
 22 (Applause.)
 23 PRESIDENT GULATI: Another group this
 24 year, we happen to have them seated right next to
 25 the life members and a couple other places

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1 slightly. Dan will go through some of the ups
 2 and downs of last year formally with a PowerPoint
 3 presentation, but it would be pretty hard to talk
 4 about the last year without focusing really on
 5 two key things that happened and how they in
 6 different ways set the future for what I want to
 7 talk about going forward, and some things that we
 8 will do going forward.
 9 And obviously, those two things, I
 10 think, all of you are quite familiar with, and
 11 many of you saw, whether it was live or on
 12 television -- and there are a number of you here
 13 that fit into both those categories. Let's take
 14 a look at those two things. If we could run that
 15 first video.
 16 (Video clip shown.)
 17 PRESIDENT GULATI: So what to make of
 18 that?
 19 What to make of that?
 20 The important part of that video for
 21 me and I saw that yesterday for the first time --
 22 some of my colleagues said why are we showing
 23 that video? One of them thought it was because I
 24 hadn't seen it, which I hadn't until yesterday,
 25 and then I thought maybe it would be a different

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1 thing coming out of the envelope, somehow, which
 2 wasn't the case.
 3 But it's actually Bob Ley's comments
 4 at the end of that. And he's right about that,
 5 by the way. It's going to take longer. It's
 6 going to be harder. We're going to need more
 7 resolve to get to where we want to go.
 8 There's no way I can think of
 9 anything different, or any of us should think
 10 anything different, because if that were the
 11 case, then what I would be saying over the last
 12 couple of years, about how important it was to
 13 the development of the game, and what we wanted
 14 to try to do would have been inaccurate. It
 15 would have been misleading. So that was a big
 16 loss. No question about it. But it doesn't stop
 17 us from getting where we want to. It just will
 18 just take longer, be harder, and require more
 19 effort on all of our parts.
 20 How do you respond to that? And I'm
 21 not talking about any of the media stuff or the
 22 process. None of that, none of that in the long
 23 run will matter. I'm not saying I don't think
 24 about it quite a bit, but how do we respond to
 25 that? I guess we could have a retreat, but it

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1 And what it did for a very short period of time,
 2 and hopefully, what it did for a much longer
 3 period of time, and what is that? What do those
 4 two moments have in common?
 5 What they have in common in both
 6 cases showed that people care about the game, a
 7 lot more than they did, 10, 20, 50 years ago.
 8 The number of people that care, some folks in
 9 this row and throughout the room, have cared for
 10 a long time. We just haven't had enough other
 11 people caring. But the number of people that
 12 watch that game against Algeria or the World Cup
 13 generally, that went to bars across the country,
 14 that talked to their friends in water cooler talk
 15 the next day, that remember the video, was
 16 dramatically higher than anything we have ever
 17 seen for the game.
 18 Pretty big moment. We just have to
 19 keep convincing a few more friends, and
 20 hopefully, a few more millions to watch the game.
 21 But that's as good as it gets. And not only that
 22 doesn't mean -- ah, Sunil only thinks about the
 23 national team -- because if there's not a few
 24 kids that are turned on to soccer instead of some
 25 other sport or some other activity, good or bad,

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1 doesn't seem to me to have a retreat, we're not
 2 planning to retreat from anything. Certainly not
 3 a summit, because we're not at the summit as far
 4 as I can see. We will talk a little bit about
 5 that.
 6 But how do we respond and in a way we
 7 respond this way -- and I realize the sequence
 8 isn't just quite right -- but this is the way I
 9 think we're going to respond. If we could run
 10 that second video.
 11 (Video clip shown.)
 12 (Applause.)
 13 PRESIDENT GULATI: It seems to me
 14 that was a pretty good response. Even though it
 15 was six months earlier, and as I mentioned, most
 16 of you were obviously familiar with that video --
 17 not all of the video, but parts of that, I have
 18 seen obviously thousands of times, and if you
 19 watch that five-minute clip, and a fan did on You
 20 Tube -- that's grainy for half of it -- and you
 21 are part of this organization or a part of the
 22 game in general or frankly just part of America;
 23 for me, every time I see it -- and I have seen it
 24 a lot of times -- you get a little bit emotional,
 25 and I do. That goal, you can't see it enough.

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1 by seeing that, I would be shocked.
 2 I have been with Landon a number of
 3 times, a number of people that know him now,
 4 especially between the ages of 20 and 26 or 27,
 5 it seems, more likely, one gender than the other,
 6 they want to come over for a picture, it's pretty
 7 extraordinary, and it wasn't the same because I
 8 have been with them to dinner plenty of times
 9 before that. They know who he is now. He's now
 10 a mainstream athlete. Before, he was a soccer
 11 player. He's still a soccer player, a pretty
 12 good one. Those are things we can't accomplish
 13 on our own with any program, except a television
 14 program in this case.
 15 The same is true of the decision in
 16 Zurich. Not only we would have all been mad no
 17 matter when it happened, but the fact that there
 18 were so many articles about the decision and so
 19 much interest in the decision and broadcast live
 20 and viewing parties across the country at MLS
 21 stadiums and bars and everything else is
 22 something new. Better result, obviously, would
 23 have been appreciated.
 24 I'm not sure if we advised President
 25 Clinton of the decision you-all made today with

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1 that first vote, he's going to be any less happy.
 2 He doesn't like losing anything. And he was
 3 pretty extraordinary in our bid, and the number
 4 of people that joined our bid committee,
 5 prominent Americans, as well as folks from the
 6 soccer community, including some people here led
 7 by President Clinton.
 8 We had a terrific bid, but in the
 9 end, just like our national team games, or any
 10 other games that are of a competitive nature, the
 11 result matters, and we didn't get that result.
 12 So that was quite disappointing.
 13 So we're going to respond in a number
 14 of ways. And we would have been responding,
 15 regardless of what happened on that day, because
 16 we want to take the sport forward. Some of the
 17 things that we will try to do over the next year,
 18 I will talk about in just a minute, but I
 19 couldn't go past the bid without really, without
 20 very much thanking a couple of people in
 21 particular.
 22 Your treasurer, my friend Carlos
 23 Cordeiro, who spent the better part of two years,
 24 full time running around the globe and that meant
 25 about half a million miles. And that's in

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1 connection between the 6-year-old grassroots
 2 player and what Landon did or what losing the
 3 World Cup doesn't allow us to do or what the
 4 women's team will be doing this summer,
 5 hopefully, having videos just like that, although
 6 I would prefer it not be in the 93rd minute of
 7 the last game, a little earlier would be just
 8 fine -- if we can get that message to Pia,
 9 please, that would be good.
 10 We want to go on a climb. A
 11 continued climb. The World Cup decision would
 12 have made that climb a little bit faster, and
 13 that mountain would have been a little flatter,
 14 but we'll still get there.
 15 On the Women's side, we have done
 16 some things in the last couple of months. Hired
 17 April, who you will hear from, world champion,
 18 Olympic champion, Olympic champion as a coach,
 19 and she will talk about some of the things that
 20 we're just starting to do, and Jill Ellis, who
 21 has joined her. And to make sure that we can
 22 retain the sort of programs -- and I don't want
 23 to say competitive edge or lead to tough
 24 competitor world out there -- but the sort of
 25 program that we think we all deserve, on the

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1 addition to the half a million he does every year
 2 for other things, extraordinary effort. And,
 3 Carlos, I want to thank you for that terrific
 4 effort. Thank you.
 5 (Applause.)
 6 PRESIDENT GULATI: Don Garber and Dan
 7 Flynn and others who were on our Board. Great
 8 efforts throughout. Don, in addition to his
 9 full-time day job of trying to run MLS, was just
 10 fantastic and a great friend throughout the
 11 process, as well as a great Board member and a
 12 leader of the sport in the U.S. Thank you.
 13 (Applause.)
 14 PRESIDENT GULATI: Thank you.
 15 Where do we go? We're not going to
 16 have that summit, or not that retreat, but we
 17 will have a meeting of some sort. We will think
 18 of the right name for it, but I think it might be
 19 Climb. We're going to invite some people to a
 20 Climb. We're inviting everybody to a Climb. In
 21 a climb you understand what we want to get. We
 22 want to take the sport further. And by the way,
 23 every time I get to a microphone, it's not just
 24 about the national team and the World Cup,
 25 because anyone that doesn't understand there's a

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1 player development side, or Claudio Reyna on what
 2 he's doing on player development, helping write a
 3 new curriculum. And he's met with many of you
 4 and in the media area, which is critical to us.
 5 It's not something that any of us
 6 focuses on day to day, but what ESPN or Fox or
 7 Comcast or anyone else, or Univision decides to
 8 do with our broadcast, and when they put them on
 9 means it's hundreds of thousands or millions of
 10 people watching a game or having the opportunity
 11 to; absolutely critical for growing the game.
 12 How does it matter to the things we
 13 do every day? Well, those numbers are flat in
 14 most of our organizations on youth membership.
 15 You-all know that better than I do. Media can
 16 help for sure. People get turned on to it.
 17 There's things that we can't do with any
 18 grassroots program. We have done a lot of those
 19 programs. They have been terrifically
 20 successful. Don is working very hard to make
 21 sure as we go forward, that what we do as a
 22 federation and what we do as a league and what we
 23 do as the Women's National Team program gets
 24 showcased in the right way, and our media
 25 partners are critical. We can't replace what

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1 they do.
 2 Referees, you will hear a little bit
 3 from Mike on that, your vice-president, and so
 4 many other things.
 5 What we want to do in this climb or
 6 discussions on the climb is get together with
 7 various groups in the room. We are not going to
 8 have a couple of hundred people roundtable,
 9 that's not the way, I think we will approach it,
 10 and talk about where we want to carry the game
 11 forward over the next two, ten, 20, 50 years.
 12 And my guess is there's people in the room that
 13 will be part of this for all those periods of
 14 time.
 15 We've started a women's development
 16 committee that we haven't announced yet, and I
 17 will announce it here. Carin Gabarra Jennings
 18 will chair our women's task force on player
 19 development. We will have some people that you
 20 are very familiar with and others that you may
 21 have never heard of that will be part of that, as
 22 we've done on the men's side.
 23 A couple of other things that will
 24 come up in the next few years, not quite of the
 25 same broad significance, perhaps, but of -- quite

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1 climb. It's not going to be easy. And by that,
 2 I mean it's not going to be easy to stay where we
 3 are or grow a little bit. I think we all want
 4 more. I certainly, having tasted both of those
 5 events last summer, want more. And that's the
 6 mission, as far as I'm concerned.
 7 So thank you for your efforts. Thank
 8 you for listening today, and we'll get back to
 9 the business of the meeting.
 10 (Applause.)
 11 PRESIDENT GULATI: Dan will walk you
 12 through, run you through some slides of the
 13 events of the last year. Your General Secretary
 14 and Chief Executive Officer. Dan Flynn.
 15 (Applause.)
 16 MR. FLYNN: Thanks, Sunil.
 17 What we wanted to do -- while
 18 December 2nd was a bit of setback, I wanted to
 19 talk just about commercially the direction we're
 20 going in.
 21 We're happy and pleased to announce
 22 that we've renewed our partnership with
 23 Anheuser-Busch, as well as OSI, which is our
 24 referee partner, as well as Kwik Goal, and we've
 25 also signed on new sponsors, Castrol, and

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1 important historically for us.
 2 2013 happens to be our Centennial,
 3 100 years. 100 years. And in the next few
 4 weeks, we will ask a group to look at and see how
 5 we can honor what everyone has been part of, this
 6 sport in the United States in 2013, whether it's
 7 the Annual General Meeting or a series of events,
 8 and look at if there's a way, the dream would be
 9 a men's and women's national team game, double
 10 header somewhere warm. It will not be Hawaii,
 11 Peter, I can assure you -- well, actually, it
 12 might be Hawaii now that I think -- we'll talk
 13 about that -- how we honor the game. And we will
 14 do a number of other things.
 15 But I think the main thing I get out
 16 of the last year is, the country cares, for sure.
 17 We have to try to make sure they care and care
 18 into the future, not continuing care, I don't
 19 want to use that word. I want to thank you-all
 20 for your efforts. Kids certainly care, not just
 21 all of us, and those that have followed the
 22 national team closely, the country cares, the
 23 kids that are players care. We know the adults
 24 care.
 25 And I want to invite you to that

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1 Allstate. So, it's been a difficult market from
 2 '08 moving forward, but we feel very good about
 3 moving forward, and we're very close, but I don't
 4 like to say this, but I think we're close to
 5 Hilton and Brown-Forman moving forward.
 6 So from a financial point of view,
 7 it's very positive.
 8 Our working relationship with Soccer
 9 United Marketing has been working really well in
 10 that, and Don wanted to mention that, and
 11 particular Kathy Carter.
 12 In terms of technology, we have
 13 launched the mobile version for our site to
 14 better connect our fans, if you will. We are
 15 working on the U.S. Soccer app as well.
 16 Hopefully, that will be in the market place soon.
 17 In terms of fan development, as we
 18 look at our value growing in the market place,
 19 we're trying to continue to find ways to bring
 20 our fans closer to the game, closer to our
 21 players, coaching, staff. This is just a couple
 22 of examples, at the Chile game in January where
 23 Bob Bradley, our coach, normally stays in the
 24 locker room, came out to be interviewed prior to
 25 the game. Get the fans to interact with him a

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1 little bit. I think it's a plus for our team and
 2 our marketing efforts.
 3 In addition to that, we have a Soccer
 4 Supporters Club, a membership of about 4,000, but
 5 a private invitation went out. We had a group
 6 together for about an hour. Sunil was the guest
 7 speaker. We want to continue to do this.
 8 Expand, bring in all parts of our soccer
 9 membership into the meeting so they become
 10 familiar with our supporters club, and give
 11 their -- provide their point of view about what's
 12 going on in the soccer landscape. But it was
 13 well received, and we're looking forward to doing
 14 more of that.
 15 As I mentioned, our Soccer Supporters
 16 Club was up to about 4,000 in terms of
 17 membership. We have a new plan called the
 18 discounted four-year plan. The key, obviously,
 19 the hook is the Men's World Cup for us, but we
 20 will continue to do our post game field pass, our
 21 open training sessions, and our fan forums, have
 22 all been well received.
 23 In addition, you could see on the --
 24 while it was bad news, but some of the enthusiasm
 25 that the World Cup provided as well as the

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1 well.
 2 It's very important for our continued
 3 growth. And we thought given the fact that it's
 4 the Women's World Cup year, and the fact that
 5 April Heinrichs is the new hire as Sunil
 6 mentioned, probably no better way, no better
 7 person to have her come talk about her vision as
 8 well. It's an honor to introduce April today,
 9 and a pleasure to work with April.
 10 April Heinrichs.
 11 (Applause.)
 12 MS. HEINRICHS: Thank you. Wow,
 13 well, it's pretty humbling to be here and to see
 14 all the faces. I know now why, when I travel
 15 around and I bump into one of you, it's out of
 16 context, and it's hard, because there's so many
 17 names and so many faces that I have seen for so
 18 many years now, that it's great to be back.
 19 After four years of being at the
 20 Olympic Committee, it's really an honor and a
 21 privilege to come back and work with soccer
 22 again. And I feel like we have a lot of
 23 analyzing and planning and a lot of work to do on
 24 the women's side of the game.
 25 So we're just getting started. It's

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1 buildup to the World Cup 2022 decision. We have
 2 a U.S. bar program, that we're now up to 75 bars,
 3 but that is connecting us once again, closer to
 4 our fan base, and closer, bringing that fan base
 5 to our teams.
 6 This is just an example on the right
 7 of our U.S. bar program and just the Supporters
 8 Club. They get to come down on the field, just
 9 feel closer to the whole process.
 10 Looking forward, one of the most
 11 important things we have this year is the Women's
 12 World Cup. June 28, July 2 and July 6th, please
 13 put it on your calendar. It's an incredibly
 14 important tournament. We think our women are up
 15 for it, but we have a stiff challenge with the
 16 host country, Germany.
 17 But when we talk about our value and
 18 where we're growing, ESPN is making an
 19 unprecedented commitment to the Women's World
 20 Cup. It's not the Men's World Cup. It's the
 21 Women's World Cup. The ESPN family will
 22 broadcast all of the matches. They will have a
 23 set and talent on site in Germany, first time
 24 ever. They will have pre and post game matches.
 25 They will have a dedicated broadcast team as

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1 been about a month. My colleague, Jill Ellis,
 2 and I will work -- Jill's title is director of
 3 development. She will work primarily with the
 4 17s and under. My title will be technical
 5 director. I will work with the 20s, and younger,
 6 and we're going to try to do a couple of things.
 7 We -- as Sunil mentioned, we're going to have a
 8 task force that will also help make some
 9 decisions and bring some ideas to the table and
 10 see how we can put more of all of these moving
 11 parts together and working for the women's game.
 12 It's far more complex than it was -- I think it
 13 was ten years ago, that I was last at an AGM.
 14 The Women's game is far more complex and
 15 sophisticated in a lot of ways than it was ten
 16 years ago.
 17 So, if I'm looking into my crystal
 18 ball, if it's possible, I can see a few things,
 19 you know, the game, the women's game is going to
 20 be, in 20 years, stronger, faster, quicker and
 21 more physically demanding. Teams will be
 22 playing, technically, one and two touch to
 23 advance the ball, and get into the opponents,
 24 attacking third. Teams will be putting together
 25 very destructive, organized, even cynical

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1 defenses to thwart attacks.
 2 And this is all going to make it more
 3 challenging, but the best teams will put
 4 brilliant players and coaches and athletes on the
 5 field, and they will be able to solve those more
 6 advanced tactics. And so, our challenge is
 7 really to prepare for that. And we're looking at
 8 it as a long, very long-term plan. We are not
 9 talking about two or three years, although I
 10 think there will be some things that we're going
 11 to try to implement. Really looking at it from a
 12 10- to 20-year plan.
 13 So right now, we know a couple of
 14 things. All of us in this room, I'm thinking to
 15 myself, we all know some of these things. We
 16 know that our strengths are physical and
 17 psychological. They have really been for 20
 18 years. We know that. We know our weaknesses,
 19 are our technical and tactical. We know that as
 20 well. And what happens is our strengths have
 21 become a weakness, and in a pinch, in world cups,
 22 youth world cups, women's world cups, in
 23 championship games, that weakness, it bites us in
 24 the butt. We play teams in Friendlies. We play
 25 teams in scrimmage settings, and we just played

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1 great cultural things that have happened in the
 2 women's game which is where we can get to a place
 3 where we have one of the largest pools of players
 4 in the world in the women's game.
 5 But culturally, we know that the
 6 training-to-game ratio is backwards. Girls are
 7 playing far more games than they are training.
 8 We know that the player-to-ball ratio, in
 9 training sessions at our younger age groups needs
 10 to be smaller. We know that our coaching ratio
 11 to players out on the field needs to be smaller.
 12 You know, to be technically a driven sport like
 13 tennis or golf, we need a coaching ratio that's
 14 close to one to five, one to six athletes. We
 15 know some of these things.
 16 We know -- I can't read my writing.
 17 Ten years ago, by the way, I could have read this
 18 with no problem. Now, I have my cheater, but
 19 thank goodness, the light. Oh, yeah. Yeah.
 20 PRESIDENT GULATI: She doesn't know
 21 those things anymore.
 22 MS. HEINRICHS: I brought my
 23 cheaters. I'm doing okay so far. I think in
 24 another year, I won't be able to do this at all
 25 without much better lighting.

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1 the German national team three times last week in
 2 Florida. And we do pretty well in all of those
 3 environments. We beat Germany two times. We do
 4 well.
 5 But in championships, some of our
 6 strengths have become a weakness, and we've got
 7 to be able to adapt more fluidly within the game.
 8 So we know, right now, we have a few
 9 things, really, at our disposal, you know. We
 10 have one of the largest pools of players in the
 11 world. We have one of the largest and most
 12 advanced pools of coaches and administrators and
 13 resources in the world. We have what we need,
 14 essentially. We need resources. We need a
 15 commitment. We need a body of people to come
 16 together to make some of the changes that we know
 17 need to take place, which I will talk about next.
 18 So, we have what we need, and we know
 19 what we need.
 20 There are some things that I think
 21 culturally, I have seen it over time, and I think
 22 we all know this. We see a couple of things that
 23 our culture, our soccer culture on the one hand
 24 isn't a great soccer culture, say, from teams in
 25 Europe. On the other hand, there's been some

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1 We're pulling players in too many
 2 places, you know, players, being pulled all over
 3 the place, and they're constantly in a position
 4 to overtrain or overplay, if you will.
 5 We know that youth coaches coach to
 6 win, due to the pressure that they often face.
 7 We know that parents are driving the technical
 8 bus, if you will, and making decisions, technical
 9 decisions, that's not right. We know these
 10 things, and yet, we've got to, I think, start to
 11 put some plans in place.
 12 We know that our best coaches are
 13 gravitating up. When in a real ideal world,
 14 we've got some of our best coaches working with
 15 10, 11, and 12 years old. We know that players
 16 don't watch the game; apparently, some
 17 administrators don't either. We know that we've
 18 got to get our players and our youth players
 19 watching the game more consistently, so they feel
 20 the game, before we get them out there in
 21 national team programming.
 22 And we know that our winning at all
 23 costs is costing us. We know that. So we're
 24 going to start to address some of these cultural
 25 things that have evolved for a myriad of reasons.

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1 And the way we're going to do that, we're going
 2 to figure out over the next couple of months --
 3 but we know that for example, we need to get more
 4 former players coaching. No matter the age
 5 group. We've got to get more female coaches that
 6 once played in there working with 6-, 7-,
 7 8-year-olds, because that's the year, you know,
 8 there were some glory days in tennis, for
 9 example, where they had more money in the bank
 10 and more people playing tennis than any other
 11 sport in the world, and tennis has seen its
 12 better years. And without the William sisters,
 13 tennis would really struggle.

14 And we know on the men's game, it's
 15 gone down. So we can't become complacent. We
 16 have to make sure our 6-year-olds are not
 17 choosing tennis again, because there's a new
 18 tennis initiative or basketball, or softball.
 19 Because we know basketball is a cheaper sport
 20 than soccer is. So we need some of our former
 21 players to get out there inspire and motivate 6-
 22 7-, 8-, 9-, 10-year-olds. I'm talking college
 23 players, NCAA players, high school players.
 24 There's a place for players to coach, because we
 25 have so many players in America. Ten to 12 years

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1 goes back to technique technique technique, and
 2 that coach-to-player ratio. One goalkeeper
 3 coach, 2, maybe three goal keepers. So we got to
 4 get back to that sort of technical focus, and
 5 once we get that technique in place, we can start
 6 to do and teach and implement and be able to
 7 tactically solve opponents in the variety of
 8 defenses that they put in front of us.

9 We need a new golden generation.
 10 There was clearly in the women's game, at one
 11 time, potentially, seven, eight, nine of the best
 12 players in the world on the same team at the same
 13 era. I don't know that we will ever have seven,
 14 eight, nine players, the best in the world, all
 15 on one U.S. national team again, but I think we
 16 can inspire a new golden generation.

17 If we can get some initiatives in
 18 with those 6-year-olds, 10-, 12-year-olds, we can
 19 inspire another generation, and this golden
 20 generation is going to be incredibly
 21 sophisticated. Technically, especially.

22 Youth national teams. As Sunil and
 23 both Dan mentioned, I will be working with our
 24 youth national team program, and we want to have
 25 a youth national team philosophy. It's more

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1 of age is the best age for the technical
 2 development and stabilization, the stability, if
 3 you will, of the skill acquisition, so we've got
 4 to have a greater focus on 10- to 12-year-olds.
 5 We've got to get better coaches working with the
 6 10- to 12-year-olds, because I think we're all
 7 aspiring to either work with 17, 18, college age
 8 or women's professional players in the national
 9 team program.

10 We have hopefully initiative where we
 11 get more technicians, because one of the mantras,
 12 I will be shouting is technique technique
 13 technique, so we need to hire some technicians.

14 I was in Africa a year ago this
 15 month, and I ran into a German DFB male
 16 goalkeeper coach. And he said, you know, the
 17 U.S. is the best at developing goalkeepers. I
 18 sort of knew that, right? We've got some great
 19 male goal keepers in the world, but it was
 20 interesting hearing it from a German goalkeeper
 21 coach. It was a great compliment, I thought.

22 And then I thought to the women's
 23 game. Well, that's case in the women's game too.
 24 You know why I think we're developing world class
 25 goalkeepers, in the men's and women's side? It

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1 nuanced than just win at all costs. We want to
 2 have a youth national team common system of play
 3 and youth national team structure and process for
 4 our youth national teams and style of play.

5 So those are just some of the things
 6 I'm thinking, and my colleagues and I are
 7 thinking and we're going to work with the task
 8 force on. We know what we need to do, and we're
 9 going to need everybody's help. I think we can't
 10 be satisfied with our past, and I know everybody
 11 in this room is hungry. I mean when I walk into
 12 the room -- and I have met some of you -- the
 13 first question is, you know, what are we doing to
 14 get the women back to the top? And, you know,
 15 what's happened to the women? Has the gap -- is
 16 the gap closing? And I would say the gap is
 17 closed, and it's closed for a couple of years
 18 now, to be honest.

19 But what we have to do is separate
 20 ourselves again. And I think with some new
 21 initiatives, we can, and some renewed energy and
 22 some renewed working together can make sure that
 23 we can right some of these cultural wrongs. I
 24 think we'll be in better shape. It's going to
 25 take some time.

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1 We need to be collectively committed.
 2 Collectively committed, because it's not going to
 3 be on one person. I don't think, it can just be
 4 U.S. Soccer's issue. I think it has to be, we
 5 have to work together with all of the other
 6 groups. I have already had three conversations
 7 this morning that I'm pretty excited about. I
 8 have already been recruiting some of these ladies
 9 over here to get involved in the program, because
 10 there was really a 10- or 15-year period, where
 11 our female players at the national team level
 12 were not going into coaching. And now I'm
 13 starting to see that and sense that. That's
 14 pretty exciting. We want to get them involved,
 15 and there's a place for them.
 16 Conviction and patience. Because
 17 it's going to take time. As I mentioned, this is
 18 realistically a 10- to 20-year plan that we're
 19 going to be writing. And finally, everyone
 20 involved will have a role and can impact this
 21 culture.
 22 It's a little bit of a yes-but
 23 culture, right? We know the training-to-games
 24 ratio is backwards, and we all say yes, but our
 25 parents want us to travel so much. We know that

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1 So thank you for the opportunity, Dan
 2 and Sunil, and thank you for letting me serve
 3 you-all, because it is a humbling mission we have
 4 in front of us. Thank you.
 5 (Applause.)
 6 PRESIDENT GULATI: April is around
 7 through the day, so I know some of you have
 8 talked to her already. Feel free to reach out to
 9 her. Bob Bradley will be here a little bit later
 10 this afternoon, so feel free to talk to him.
 11 I also have Ed Foster-Simeon is here. Ed
 12 I know some of you wanted to meet with him. Ed
 13 is waving, president of the Foundation. He's
 14 around all day, in a meeting for part of it, so
 15 if you have got issues, or questions, or
 16 comments, please reach out to Ed.
 17 The only thing that concerned me was
 18 that April said she was very excited by three
 19 conversations she had here. Dan had told me, she
 20 had five meetings this morning, so two of you-all
 21 didn't do much for her in terms of excitement
 22 apparently.
 23 She's reached out to a lot of people
 24 in the last few weeks. Evelyn has met with her
 25 and some of the regional coaches, so feel free to

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1 our girls are playing too many games. Yes, but,
 2 they need to go to that tournament and play six
 3 games because there's college coaches scouting
 4 that.
 5 So we've got to reverse the yes-but,
 6 and say yes, we can make some of these necessary
 7 changes, and that we have the strength and the
 8 leadership in this room to do that.
 9 And finally, we want to get everybody
 10 contributing to the Women's National Team
 11 Program, and yes, to Pia's success in six months.
 12 But what we're talking about realistically is a
 13 much longer plan than a six-month plan. We're
 14 going to write that plan over the next six
 15 months, and then we're going to implement it over
 16 the next 10 to 20 years.
 17 I'm looking forward to working with
 18 all of you in the room. I see now how many faces
 19 I have to please or that we have to please in the
 20 women's side, but I know that if we can come
 21 together with some creative realistic attainable
 22 goals, short and long term, I think we can get
 23 after this game, and see the women's program rise
 24 to the level and to the success that we know
 25 they're capable of.

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1 do it. It's a good opportunity.
 2 With that, let me introduce very
 3 quickly Mike Edwards, who will also very quickly
 4 give you a few comments on referee program and
 5 others. Mike, your vice-president.
 6 MR. EDWARDS: Thanks, Sunil. You may
 7 not be aware of this. FIFA, to be helpful as
 8 always, has put together a directive on how
 9 national associations are to manage their referee
 10 program, and in spite of that, we seem to be
 11 improving. We're in the process. We didn't have
 12 to move a lot, really, to get into compliance
 13 with this.
 14 One directive is that the referee
 15 committee has to be run by a Board member, and
 16 Sunil had asked me to step in, and then hung up
 17 the phone before I could answer, so here I am.
 18 You know how that works.
 19 I think we've made a lot of progress
 20 in a short time. I'm fortunate that I have had
 21 some really talented people on the referee
 22 committee. Depending on the moment, I'm more or
 23 less fortunate that none of them are shy, for
 24 those of you who know Angelo Bratsis and Ken
 25 Baldeosingh and people like that. You don't have

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1 to wait very long to find out what the proper
 2 decision is. It's just that often, there is not
 3 unanimity when you get some of these people
 4 together.
 5 Nonetheless, we are going full speed,
 6 and I'm going to kind of hit the things we're
 7 doing real quick, because we're trying to get
 8 everybody from the pros down to the small-sided
 9 games going full speed. I will acknowledge, we
 10 have not done well in putting out in a
 11 well-organized fashion the instructional
 12 assessment, evaluation materials, particularly,
 13 for the local and state grade referee functions.
 14 We have made -- at least, the
 15 feedback I'm getting from the referee
 16 administrators is we have made huge strides. If
 17 you have not recently gone on to the web page and
 18 looked at the referee instructional stuff, if you
 19 are leaving that to your SRA, my suggestion would
 20 be you go look at it, because you will be
 21 surprised.
 22 We're trying to migrate as much as we
 23 can in today's society, where you can somehow get
 24 a Ph.D. in psychology on-line, you can't do any
 25 referee training on-line. You can't from U.S.

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1 get more focused on teaching you to referee,
 2 which is really what we need to do.
 3 We have split our resources. We will
 4 now focus on the professional game with staff in
 5 New York. We will focus much more on the local,
 6 state, regional out of the Chicago office, so
 7 we're getting more bang for the buck out of the
 8 resources that we have.
 9 We have developed a track for
 10 national referees when they make the election to
 11 move to that level, and it's a lot of work. If
 12 you don't know how you get there, it takes six or
 13 seven years of devoting yourself to hard-core
 14 refereeing to get there. You can now elect that
 15 you want to go on the assistant referee track or
 16 you want to go on the center referee track.
 17 That's going to be further helpful, because
 18 eventually every year we designate, U.S. Soccer
 19 does, candidates for the international referee
 20 list and the international AR list, both for men
 21 and women.
 22 To have everybody in one program is
 23 working against our best interest in getting
 24 crews back in the World Cup. Sunil and I have
 25 conflicting goals. He wants the men's team and

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1 Soccer. Some of you didn't wait on us and just
 2 went and did it yourselves. When I was chairman
 3 of USASA, I would have commended you for that.
 4 Now, you are just making me look bad so I would
 5 ask you to stop doing that.
 6 But when you go out there, Ryan
 7 Mooney, and his staff, out of Chicago, have put
 8 out modules for instruction on a lot of stuff.
 9 When I started doing this, when the ball was
 10 square, you could get somebody to come into a
 11 clinic for 16 hours. You think you are going to
 12 get a 16-year-old kid to sit still in today's
 13 society, quit texting long enough for 16 hours of
 14 instruction. Your director of instruction is
 15 fooling themselves.
 16 So what we have put out there is the
 17 ability to teach a lot of stuff that you don't
 18 need face time on. I need face time to teach you
 19 to referee. I don't need to face time to tell
 20 you what a rectangle is, what a sphere looks like
 21 or how to count to 11. If you can't manage that
 22 by the time you came into the clinic, our next
 23 step is going to be the mass and celebration of
 24 your first game, because it's going to be your
 25 last. So a lot of this, we can move off-line and

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1 the women's team in the World Cup final. I want
 2 the referees there. If the referees are there,
 3 it's because he didn't get there. So I'm willing
 4 to compromise and settle for the third-place
 5 game, but only under those conditions, that his
 6 dream came true.
 7 We are right now, I have asked Ryan
 8 to start looking into the curriculum we have for
 9 small-sided games. I'm looking into the rules we
 10 have for small-sided games. I will get some
 11 feedback from the referee committees members as
 12 to what they really see in the field, and we have
 13 what Ryan having been a teacher, refers to as a
 14 potential instructional gap, where what is really
 15 being practiced in this is not tying into the
 16 curriculum that we're teaching. So we're doing a
 17 review of that. We will get with the youth
 18 organizations to make sure that we're seeing this
 19 stuff right to get it all synced, so that when
 20 they are starting at this grade 9 level, they are
 21 learning to referee right there to transition on
 22 up, if they elect to continue in the referee
 23 business.
 24 Oh, the last thing we did this year
 25 is in the last couple of months, we have modified

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1 the referee matrix for the kind of games you have
 2 to do to be at the top level and expanded the
 3 universe of those to allow the inclusion of any
 4 rough -- I will describe it as any
 5 rough-and-tumble adult soccer league game.
 6 Right now, it was really set up that
 7 you could actually get to be a national referee
 8 and never done an adult amateur soccer game, and
 9 if you haven't been in some of those, that
 10 qualifies as a legitimate war zone. Probably
 11 right now on CNN, they're running, some things in
 12 Egypt that would kind of give you a bird's eye
 13 view of what an adult amateur soccer game looks
 14 like, if each team had 500,000 people on it.
 15 So, adding those back in will
 16 encourage, it's speaking of an instructional gap,
 17 a level that would be very helpful where you get
 18 the problems on the field, much less than off the
 19 field with parents and coaches, and it just fills
 20 in a gap between the Youth Soccer and getting
 21 into the professional level where you actually
 22 have professional security rather than security
 23 being self-provided.
 24 Brian Hall's helpful hint in doing
 25 those games was always to make sure when you get

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1 The other reports you have in your
 2 book. We won't need any verbal reports on those.
 3 The next order of business on here is
 4 the election of independent directors.
 5 As you know, we have three
 6 independent directors. They currently are Donna
 7 Shalala, Fabian Nunez and Carlos Cordeiro.
 8 I said yesterday at the Board
 9 meeting, and I want to say it again today, it's
 10 one of the best decisions this council has made
 11 in adding outside directors. The contributions
 12 of the three of these folks, who were our first
 13 three, have really been extraordinary in
 14 different ways, which is exactly what we wanted.
 15 People that had a broad set of experiences,
 16 contacts around the world, frankly, and they've
 17 all just been terrific.
 18 Having said that, two of them are up
 19 for reelection. We can also take any nominations
 20 from the floor, but the Board has fully endorsed
 21 reappointing Fabian Nunez and Carlos Cordeiro as
 22 two of our independent contractors. If there are
 23 any other nominations, happy to hear them.
 24 Seeing and hearing none, I would like to have
 25 Fabian and Carlos reelected to the USSF. Board

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1 out of your car, you go to someone else's car and
 2 put your foot delete on the bumper to tie your
 3 shoes. It would help you get out a lot quicker.
 4 That's pretty much where we are in
 5 referee stuff.
 6 A personal observation. One of the
 7 reasons why Landon scored that goal was that he
 8 didn't quit running. He ran the length of the
 9 field without the ball. And if he had known he
 10 was carrying the weight of a nation on his
 11 shoulders, I don't know, Landon probably would
 12 have run just as fast, because he's got a lot of
 13 energy.
 14 We ran down the field, and they took
 15 the ball away from us and gave it to somebody
 16 else, but I will give you my personal commitment,
 17 and I can assure you from the lively discussions
 18 we had on other subjects yesterday, I can speak
 19 for my friends on the Board, we didn't get what
 20 we wanted. We're going to run faster. We will,
 21 we will get this platform under us.
 22 It would have been nice to have the
 23 World Cup. We're not going to quit running.
 24 Thanks.
 25 PRESIDENT GULATI: Thanks, Mike.

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1 of Directors by unanimous consent.
 2 (Applause.)
 3 PRESIDENT GULATI: Welcome back.
 4 Thank you.
 5 We don't have any Foundation board
 6 member elections. That was listed in the book
 7 inaccurately; however yesterday the Board of
 8 Directors reappointed -- there are some appointed
 9 slots and some elected slots -- the U.S. Soccer
 10 Board yesterday appointed two directors to the
 11 Foundation Board, reappointed Don Garber, and
 12 Mr. Cordeiro came off the Board, and Dr. Shalala
 13 will join the U.S. Soccer Foundation Board, so
 14 congratulations there. Thank you.
 15 (Applause.)
 16 PRESIDENT GULATI: On to new business
 17 in your book. The first order of new business is
 18 the proposed budget for fiscal year 2012.
 19 Mr. Eldridge, our budget committee chairman, if
 20 you would come forward, please.
 21 You have had the budget. It's
 22 obviously voluminous, and David, as has been the
 23 case for many years, has done a great job along
 24 with his committee and staff in putting together
 25 the budget.

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1 Before Dave gets here, I will just
 2 add that the instruction that we sent to the
 3 budget committee and to staff, in preparation of
 4 this budget is to be a little bit less
 5 conservative. And simply, what I mean by that is
 6 obviously we have all run budgets and can do
 7 baseline and conservative and aggressive
 8 scenarios. This one will be much closer to
 9 baseline than conservative in its estimates.
 10 The specific direction is that if we
 11 are running a big surplus and hadn't planned on
 12 it, a couple of three months into the year,
 13 that's not a good thing. Running surpluses is
 14 fine if we make that decision, but if we're
 15 planning on a deficit and are far ahead of our
 16 the budget early, it's not because it's
 17 unexpected, because if the unexpected happens
 18 every year, then it's no longer unexpected. So
 19 that's what you've got is a much more
 20 conservative -- much less conservative budget, I
 21 think.
 22 With that, David, it's all yours.
 23 MR. ELDRIDGE: Thank you, Sunil.
 24 I love him, but we all obviously
 25 sometimes have different opinions. Our

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1 (Applause.)
 2 PRESIDENT GULATI: The ayes have it,
 3 I'm told.
 4 I also just got a note that somehow I
 5 managed to miss the approval of the minutes.
 6 You have had the minutes of the AGM
 7 and I guess we should approve those formally -- a
 8 little bit out of order. Any -- you need a
 9 motion to approve the minutes.
 10 MR. ROSE: So move.
 11 PRESIDENT GULATI: Thank you.
 12 Any objection to approving the
 13 minutes? Do it by unanimous consent.
 14 Thank you.
 15 We are then on to membership
 16 application of the North American Soccer League,
 17 item X B, in your books, and what we would like
 18 to ask here, and I'm sure some of the councils
 19 discussed this in the afternoon. The NASL had a
 20 provisional membership which was rescinded some
 21 time ago, about a month ago. Since then, they
 22 have worked hard in getting some of the concerns
 23 the Board had back in line.
 24 There's still some other things that
 25 we would like them to do in the future. So, what

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1 committee's job I believe, is to present a budget
 2 to you that we feel is realistic. We have been
 3 conservative. We have been conservative on a
 4 number of items, especially revenue, from major
 5 events. We hit some home runs. That's a good
 6 thing.
 7 I think this year's budget is a good
 8 reflection of a compromise between what was
 9 proposed and what our committee eventually
 10 decided to approve.
 11 And so with that in mind, I would ask
 12 for someone to make a motion to approve the
 13 budget. I can't do that.
 14 UNIDENTIFIED SPEAKER: So move.
 15 UNIDENTIFIED SPEAKER: Second.
 16 MR. ELDRIDGE: Okay. We have a
 17 motion to approve and to second. Any questions?
 18 Are you awake? Call for the
 19 question. Everybody in favor of the budget say
 20 aye? Opposed? Thank you.
 21 (Motion passed.)
 22 (Mr. Eldrige thanked his committee members
 23 consisting of: Steve Meisberger, Jurgen Sommer, Walt
 24 Konopka and Roy Smithers.)
 25 PRESIDENT GULATI: Thanks David.

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1 we would like to do is just continue the
 2 provisional membership for 2011. We reinstated
 3 that yesterday, obviously, with a council
 4 meeting. We don't need to quite do it that way.
 5 We're not presenting them for full membership,
 6 which we would normally do, but they will play
 7 this year, and they have been given provisional
 8 membership, and we hope that a few of the other
 9 issues can get resolved in the coming weeks and
 10 months.
 11 So with that, what we would really
 12 like to do is just have Larry and the
 13 parliamentarian have a side conversation on this
 14 if there's a constitutional or Supreme
 15 Court-level decision that may reverse what I'm
 16 saying. Mr. Monaco.
 17 MR. MONACO: Sunil, Larry Monaco.
 18 Calling your attention to Section 2
 19 of Bylaw 211. And rather than say point of
 20 order, I will say point of information, and we'll
 21 proceed from there.
 22 I'm not quite sure if I read Section
 23 2 correctly, and I may not -- they had
 24 provisional membership canceled once or twice by
 25 the Board. And then I take it that the Board --

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1 and you were in executive session, so I don't
 2 know -- I'm assuming the Board then decided to
 3 grant them provisional membership yesterday?
 4 UNIDENTIFIED SPEAKER: This morning.
 5 PRESIDENT GULATI: Effective
 6 tomorrow. That's why we're discussing it here.
 7 So the idea was not --
 8 MR. MONACO: There is nothing for us
 9 to do today, because by definition under Section
 10 2, they are terminated.
 11 So, effective tomorrow, you are
 12 granting them new provisional membership which
 13 will take place for the following 2011, 2012?
 14 PRESIDENT GULATI: That's correct.
 15 MR. MONACO: Is that correct?
 16 PRESIDENT GULATI: The point here,
 17 Larry, was to make sure no one thought that we
 18 were scheduling a meeting to skirt our own rules,
 19 and that's why we were really saying that's what
 20 we're doing here.
 21 Okay. Being upfront as Bob is
 22 saying, exactly, so I don't think we need a
 23 formal action here. But do we have any objection
 24 to what we just outlined, I think? Any
 25 objections to that? Okay.

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1 So why don't you restate that, Jim,
 2 because I don't think it came through loudly
 3 enough.
 4 MR. HAMILTON: All right. In the
 5 meeting book, the rules committee in their review
 6 of this proposed amendment made two suggestions
 7 that the amendment be changed -- made three
 8 suggestions, I should say, that the amendment be
 9 changed in three ways. One of them was that the
 10 60 days the Board has to appoint a panel be
 11 expanded to 90 days.
 12 The other one was that they add in
 13 language that the Board has, within 45 days of
 14 receiving the recommendation of the hearing
 15 panel, be changed to either at its next meeting
 16 or not more than 90 days after receiving the
 17 recommendation of the hearing panel.
 18 And the third change was to add
 19 language that would allow a waiver of the hearing
 20 procedures, if both parties agreed.
 21 The last two recommendations, which
 22 would require the Board to render its decision
 23 either at its next meeting or not more than 90
 24 days after receiving the recommendation of the
 25 hearing panel, I think, is a good suggestion.

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1 Thank you.
 2 You have got item X.C., Indiana
 3 Soccer Membership Category Change. Who is
 4 addressing this? It was approved by the Board
 5 yesterday. You have got it in your book. We
 6 need a motion to accept it.
 7 MS. GILL: So move.
 8 PRESIDENT GULATI: So moved. Any
 9 objections? Comments? Okay. We will accept
 10 this by unanimous consent, thank you.
 11 Proposed amendments to the Federation
 12 bylaws. Back page of the agenda book. Bylaw
 13 213, proposed by Mr. Hamilton. Passed by the
 14 Board yesterday, unanimously. Mr. Flamhaft.
 15 We've got two people here. Why don't
 16 we let the maker of the motion. Jim.
 17 MR. HAMILTON: I would like to amend
 18 the proposal as requested by the Rules Committee
 19 with one exception. That I would not change the
 20 60 days to 90 days, as the first suggestion, but
 21 I would amend my proposal with their second
 22 suggestion.
 23 PRESIDENT GULATI: I'm sorry. This
 24 wasn't approved by the Board yesterday. We
 25 didn't address this issue.

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1 The final one allowing the parties to waive the
 2 hearing procedure if they both agree is a good
 3 suggestion, but I don't -- I don't believe that
 4 expanding the time the Board has to appoint the
 5 panel from 90 to 60 days, from 60 to 90 days is a
 6 good suggestion. So I would accept the second
 7 two recommendations but not the first.
 8 PRESIDENT GULATI: Okay.
 9 MR. MALAMUT: The final
 10 recommendation should be subsection 2.
 11 MR. HAMILTON: That's fine, however
 12 they want to codify it.
 13 PRESIDENT GULATI: SO let me
 14 understand the two friendly proposals, the
 15 proposals from the Rules Committee.
 16 Mr. Hamilton, in a friendly basis, wanted to
 17 accept the last two. We will come back and do
 18 the Roberts Rules way of doing this in just a
 19 minute. I want to have Mr. Flamhaft speak and
 20 we'll get it right.
 21 MR. FLAMHAFT: What I would like to
 22 do is make what I hope is a friendly amendment.
 23 Under 4 B, I would ask that the hearing panel may
 24 be composed of persons other than members of the
 25 Board of Directors. My suggestion is that it be

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1 open to the membership.
 2 PRESIDENT GULATI: Okay.
 3 MR. HAMILTON: No, I think it should
 4 be left to the discretion of the president and
 5 the Board. The composition of the panel should
 6 be.
 7 PRESIDENT GULATI: Okay. So let's do
 8 this in order, then. The friendly two changes we
 9 can do simply, if Jim is willing to accept it.
 10 So the proposal with Mr. Hamilton's friendly
 11 acceptance or the friendly amendment.
 12 Now, we have an amendment -- Steve,
 13 you are making that an amendment. You want to
 14 move that as an amendment?
 15 DR. CONTIGUGLIA: Motion as accepted.
 16 PRESIDENT GULATI: That's why I'm
 17 asking; if you would like to do that.
 18 MR. FLAMHAFT: Yes.
 19 PRESIDENT GULATI: So we need a
 20 motion on Mr. Hamilton's proposal.
 21 MR. EDWARDS: So move.
 22 PRESIDENT GULATI: So moved. Okay.
 23 Now, you want to offer an amendment to that?
 24 MR. FLAMHAFT: May I?
 25 PRESIDENT GULATI: Yes, you may.

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1 pass. It fails, 52 to 48, as you can see.
 2 So we're back to the main proposal as
 3 friendly, with the friendly changes from
 4 Mr. Hamilton. Any comments on that? Mr. Monaco.
 5 MR. MONACO: No.
 6 PRESIDENT GULATI: Any comments on
 7 that? So we will take that to a vote. So on the
 8 proposal itself, which requires a two-thirds
 9 majority --
 10 MR. MONACO: Mr. President, I'm
 11 sorry, I wanted to offer another amendment.
 12 PRESIDENT GULATI: You want to offer
 13 -- Okay.
 14 MR. MONACO: I do agree with the
 15 Rules Committee's recommendation, Number 1, so,
 16 on Section 4 B, strike 60, and substitute 90.
 17 PRESIDENT GULATI: Okay. So we
 18 follow this, Mr. Hamilton's accepted the two of
 19 the recommendations from the Rules Committee on a
 20 friendly basis. Mr. Monaco is moving that he
 21 accept the third, not that he accept the third,
 22 that we accept the third on a less-than-friendly
 23 basis.
 24 Okay. So fair enough. Do we have a
 25 second to that?

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1 MR. FLAMHAFT: That amendment would
 2 be that the hearing panel --
 3 PRESIDENT GULATI: Mic, please, mis.
 4 MR. FLAMHAFT: That the hearing panel
 5 be, may be composed of persons other than members
 6 of the Board of Directors.
 7 PRESIDENT GULATI: Okay. Do we have
 8 a second to that?
 9 UNIDENTIFIED SPEAKER: Second.
 10 MR. MONACO: Second.
 11 PRESIDENT GULATI: Mr. Monaco. Okay.
 12 Any discussion on the amendment? You heard
 13 Mr. Hamilton's comments which were pre having the
 14 amendment on the floor. Any comments? So we
 15 need a vote on the amendments. So the amendment
 16 would add not -- would change the subsection
 17 involving composition of the panel. So put that
 18 on the Board. We will go to the electronics
 19 here. We got a yes or no. This is just on the
 20 amendment.
 21 MR. MALAMUT: The amendment
 22 recommended by --
 23 PRESIDENT GULATI: No, Mr. Hamilton
 24 has spoken against the amendment. Let's open up
 25 the ballots. So this only needs 50 percent to

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1 UNIDENTIFIED SPEAKER: Second.
 2 PRESIDENT GULATI: Seconded. Any
 3 comments on that? We'll have a vote on that.
 4 Yes or no.
 5 And so this is on the first of the
 6 three recommendations from the Rules Committee.
 7 Let's open up the balloting. This is on the
 8 amendment only.
 9 Are we ready to roll?
 10 MR. KEPNER: Five, four, three, two,
 11 one. Stop.
 12 PRESIDENT GULATI: So, that amendment
 13 passes -- no, I'm sorry. Simple majority. So
 14 that passes, yes, thank you.
 15 So, what's on the table now is the
 16 original proposal by Mr. Hamilton with all three
 17 of the recommendations of the Rules Committee
 18 inserted effectively.
 19 Okay. And this would need
 20 two-thirds. Any other comments on that motion
 21 now, as amended? All right. So we'll open that
 22 up to a vote.
 23 PRESIDENT GULATI: Yes, it's approval
 24 with the amendments.
 25 Go ahead and open it up.

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1 MR. KEPNER: Start. Four, three,
 2 two, one. Voting ends.
 3 PRESIDENT GULATI: Okay. Thank you.
 4 It's accepted and approved. Thank you.
 5 All right. Next is Bylaw 302.
 6 Mr. Groff, would you like to speak to that or do
 7 we have someone move that first?
 8 UNIDENTIFIED SPEAKER: So move.
 9 PRESIDENT GULATI: Thank you.
 10 Mr. Groff, would you like to speak to it, or are
 11 there any questions, comments or anything else on
 12 it.
 13 MR. GROFF: Yes, I would like to
 14 speak to it. As the initial mover, I accept the
 15 recommendation of the Rules Committee, and the
 16 fifth word will be changed from "may" to "shall."
 17 PRESIDENT GULATI: So section, Bylaw
 18 302, section 2 A .2, line 6, "may" would be
 19 changed to "shall." Mr. Groff is accepting that.
 20 Any other questions, comments on
 21 that?
 22 Do we need the keypads. Let's do
 23 this one in a voice. All in favor? Any opposed?
 24 That's passed. Thank you.
 25 Bylaw 412. So this one is the

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1 We will do this with ballots, just
 2 because I don't know if the people that are
 3 saying "no" have super-juiced-up keypads, so we
 4 will do this one by electronic.
 5 MR. KEPNER: Begin voting. Five,
 6 four, three, two, one. Stop.
 7 PRESIDENT GULATI: Okay. That
 8 passes. Thank you.
 9 Bylaw 801, Louisiana Soccer
 10 Association, essentially adds life members to the
 11 group that could propose bylaw amendments.
 12 Mr. DesBordes, would you like to address that?
 13 MR. des BORDES: Yes, sir.
 14 The person who drew this up, somewhat
 15 amazes, morally screwed up and left out past
 16 presidents, because as you can see from the
 17 rationale of this and from the Rules Committee
 18 reports that this was to include all voting
 19 members, give all voting members a right to make
 20 amendments to policies and procedures, and,
 21 therefore, what this does, while it includes the
 22 life members, it still leaves out the past
 23 presidents.
 24 So I would ask the parliamentarian,
 25 if it is proper at this time to include or to

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1 composition of the groups, the at-large council
 2 that vote on one Board seat. I think it's -- I
 3 won't say, I think it's completely clear, but I
 4 will say that my efforts to try to explain it
 5 would be not helpful. The Board has approved it
 6 unanimously, recommended, obviously, approved it
 7 for approval here.
 8 Anyone want to comment on this from
 9 the Board? It essentially assigns a partially
 10 weighted structure to the selection of that seat
 11 in a nutshell, and now size does not matter in
 12 the selection of that seat. This doesn't go all
 13 the way there, and weights the voting for that
 14 one seat on a per-player basis, but it gives some
 15 credence to size. And it's a, frankly, it's a
 16 Connecticut compromise at trying to look out at
 17 minority interests and some effect of having
 18 large numbers of players and members.
 19 Okay.
 20 We need a motion to approve that.
 21 DR. CONTIGUGLIA: So move.
 22 PRESIDENT GULATI: So moved. Any
 23 comments? Okay. The Board has unanimously
 24 recommended this approval. We do this by a voice
 25 vote. All in favor. Any opposed?

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1 make an amendment to this to add in past
 2 presidents, so that we're all-inclusive?
 3 PRESIDENT GULATI: Well, I guess if
 4 we've got Louisiana here. Do you want to accept
 5 that as -- I think, at this time, it affects one
 6 person, since the other past president is in both
 7 categories, so he would be covered. Bob?
 8 MR. ABBOTT: Louisiana would accept
 9 the amendment.
 10 PRESIDENT GULATI: Okay. So we would
 11 add in addition to life members, past presidents,
 12 alternatively we would add Dr. Contiguglia by
 13 name, I suppose, but I think for now we'll go
 14 with Bob's, acceptance? Any objections to that?
 15 Okay. We need a motion to adopt.
 16 MR. EDWARDS: So move to adopt.
 17 PRESIDENT GULATI: Second?
 18 MS. SHALALA: Second.
 19 PRESIDENT GULATI: Seconded. Anyone
 20 opposed? Nonvoice vote. Unanimous consent.
 21 Thank you.
 22 On to Board policies, Federation
 23 policies, adopted since the last AGM.
 24 The first one of these is the
 25 coaching policy.

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1 MR. EDWARDS: Move adoption of the
 2 coaching policy.
 3 PRESIDENT GULATI: We have a move to
 4 adopt that from Dr. Edwards.
 5 MR. BORRONI: Second.
 6 PRESIDENT GULATI: Seconded,
 7 Mr. Borroni. Thank you.
 8 Comments? Unanimous consent? Any
 9 objection?
 10 Okay. Thank you.
 11 (Motion passed.)
 12 PRESIDENT GULATI: And then on to
 13 policy 214-2, which is the proposal from USYS.
 14 Mr. Sutter, would you like to do this?
 15 MR. SUTTER: Yes, Sunil. John
 16 Sutter, U.S. Youth Soccer. As we've heard this
 17 morning, the Federation has and intends to invest
 18 substantial resources into the development of our
 19 game.
 20 U.S. Youth Soccer put forth this
 21 proposal, so that all of the Federation
 22 association members would recognize and capture
 23 the amount of monies that they could then
 24 likewise invest back into programs, and player
 25 development and other development at a more local

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1 We are then through the business of
 2 the meeting. I'm not sure if we won the
 3 over/under. If we are on the over, credentials
 4 committee chairman is sitting there.
 5 Good of the Game.
 6 Comments for the Good of the Game.
 7 You need to -- the mics are gated so if you don't
 8 speak loud enough, they won't pick up. They're
 9 all live. Bob.
 10 MR. ABBOTT: Bob Abbott, Louisiana
 11 Soccer. Are we going to get a financial report
 12 from the bid committee or bid entity that bid for
 13 the World Cup?
 14 PRESIDENT GULATI: Sure. The level
 15 of detail on that, and we're willing to share,
 16 probably, on a more private basis -- and I don't
 17 mean with just you, we don't want that on the
 18 international side, frankly, not because there's
 19 anything in it -- but actually, I'm not sure if
 20 we have any issues with that now, it was a
 21 competitive issue before. But in ballpark terms,
 22 Bob, three points I can give you is the Board had
 23 approved up to \$10 million dollars. We spent
 24 ballparkish 8. I don't know if the final numbers
 25 would be 8.1, or 7.9, so we spent 8, and we

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1 level.
 2 But it appears that a majority of our
 3 peers don't think that this is the right method
 4 to use at this time.
 5 So we will be withdrawing this
 6 proposal, but we will continue to work with you,
 7 and the other members to address this issue and
 8 realize those goals.
 9 PRESIDENT GULATI: Okay. That one is
 10 withdrawn.
 11 Thank you, John.
 12 We're then on to policy 214-2.
 13 Mr. Groff has made this proposal. Richard, do
 14 you want to speak to this? We have to have a
 15 motion to adopt.
 16 MR. EDWARDS: So move.
 17 PRESIDENT GULATI: Thank you.
 18 Richard.
 19 MR. GROFF: I think the policy is
 20 self-evident, and it's been approved by the Board
 21 of Directors.
 22 PRESIDENT GULATI: This one has been
 23 approved unanimously by the Board. Any comments?
 24 Concerns? Objections? Unanimously approved.
 25 Thank you.

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1 raised roughly four; Dan?
 2 MR. FLYNN: Something like that.
 3 PRESIDENT GULATI: And the other four
 4 million, the shortfall, so to speak has now been
 5 charged to the Federation budget, which shows up
 6 on this current set of financials, but we can get
 7 you more details on that. So budget of 10, net
 8 expenditure four.
 9 MR. ABBOTT: I would just appreciate it as
 10 a state association that contributed on a per player
 11 basis, we stepped up when you asked for the per
 12 player, and --
 13 PRESIDENT GULATI: We'll get you
 14 that.
 15 MR. ABBOTT: -- and didn't get quite
 16 the same result when we asked the same thing, but
 17 I would like to see the financial report.
 18 PRESIDENT GULATI: That's fine, Bob.
 19 Dan will follow up with you. That's fine.
 20 Mr. Flamhaft.
 21 MR. FLAMHAFT: This comment is not
 22 said with thoughts indicating any poor loser
 23 syndrome.
 24 Recently, the reputation of FIFA has
 25 been, I think, badly damaged as a result of both

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1 ethical and moral violations in connection with
 2 the bidding process. Because, Sunil, you acted
 3 with the appropriate grace and dignity, I would
 4 ask that USSF take the lead or be a part of a
 5 reform movement to make changes to repair the
 6 damage and return FIFA's image as a reputable
 7 organization.
 8 PRESIDENT GULATI: Okay.
 9 Mr. Collins.
 10 MR. COLLINS: Earlier today, Sunil
 11 thanked the members of the committee, but he
 12 omitted one. We should thank Sunil for what he
 13 did. He did an amazing job. I saw him on at
 14 least three continents. Thanks, Sunil.
 15 PRESIDENT GULATI: Thanks, John.
 16 (Applause.)
 17 PRESIDENT GULATI: Thank you. Any
 18 other comments for Good of the Game?
 19 Rocco.
 20 MR. AMOROSO: Rocco Amoroso,
 21 Sportsman Chairman, Eastern New York Soccer.
 22 In life, coach, most of us will not
 23 score the winning goal in a World Cup game nor
 24 hear the trumpets of glory in winning that World
 25 Cup. But, coach, for the Good of the Game, may I

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1 bless you-all.
 2 (Applause.)
 3 PRESIDENT GULATI: Thank you. Larry.
 4 MR. MONACO: Mr. President, Larry
 5 Monaco.
 6 Earlier in this meeting, we had a
 7 moment of silence for those who have passed away,
 8 and it's probably a little unfair to pick out one
 9 person in particular; however, one life member
 10 passed away, Mavis Derflinger.
 11 Mavis was a long, long-time personal
 12 friend. She also got heavily involved in soccer
 13 beginning in the early 1960s, male and female,
 14 but obviously the promotion of the female
 15 program. She did great things in Virginia, and
 16 nationally for soccer, across the country, and
 17 for female soccer in particular.
 18 So just to say again with great
 19 regrets that Mavis has passed on.
 20 PRESIDENT GULATI: Thanks Larry.
 21 Any other comments?
 22 MR. SUTTER: Sunil.
 23 PRESIDENT GULATI: John Sutter.
 24 MR. SUTTER: John Sutter. I just
 25 also want to make a comment and that is that when

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1 always strive to be a good sport in this
 2 beautiful game of soccer.
 3 I don't ask for any specific
 4 positions to play. Please put me anywhere you
 5 need me. I will always strive to give you 100
 6 percent of everything I have.
 7 If all the hard tackles seem to come
 8 my way, I will consider it a compliment. May I
 9 accept the bad breaks as part of the game. May I
 10 always play on the square, no matter what others
 11 do. I will study the book so I will know the
 12 rules.
 13 If the national turn of events goes
 14 against me and I am benched because of old age
 15 and for other circumstances, I will accept that
 16 as part of the game too. May I never whimper
 17 that I was framed and I got a raw deal.
 18 And when I play my final game, coach,
 19 I ask for no laurels. All I want to believe in
 20 my heart for the Good of the Game, I played as
 21 well as I could, to be a good sport on the field
 22 and not let you down. Finally, coach, for the
 23 game of life, may I always set the good example
 24 of fair play on and off the field.
 25 Thank you for listening, and God

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1 you asked everyone to stand who had been at their
 2 25th AGM, there is an individual who would have
 3 been standing with us, Bob Black, from North
 4 Texas Soccer. He's not able to be here, and I
 5 know it weighed heavily on him that that string
 6 was broken, because he wanted to see all of his
 7 friends. But he wanted me to communicate that he
 8 is doing very well. He is working very hard on
 9 the road to recovery, and it is my fervent hope,
 10 maybe you can give him a one-year dispensation,
 11 and next year, he can stand and count it as his
 12 25th. Thank you.
 13 (Applause.)
 14 PRESIDENT GULATI: He's got the
 15 dispensation. Thanks, John.
 16 MR. EDWARDS: I move Mr. Black be
 17 granted honorary attendee status.
 18 PRESIDENT GULATI: Mr. Garber.
 19 MR. GARBER: Thank you, Sunil. And I
 20 know there's been so much said and read and
 21 written about our World Cup experience, and, you
 22 know, it's obviously better for all of us to have
 23 won rather than lost, but I think in our sport,
 24 and I think, in sports, generally, in our
 25 country, and the way we live our lives and in our

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1 culture, winning at all costs isn't acceptable.
 2 From a sports perspective, it's how
 3 we play. It's the health of our athletes. It's
 4 obviously not good enough to have athletes do
 5 things to themselves that give them a competitive
 6 advantage. It's not something that we permit.
 7 The integrity of our committee matters, and how
 8 we behave as business people matters. We are
 9 fortunate to have laws in our country that
 10 dictate how we behave, and it's unfortunate to be
 11 engaged in a global competition where other
 12 countries and other cultures don't have to live
 13 by the same rules that we do.
 14 I will say that Sunil and Carlos and
 15 the bid committee and certainly the time that
 16 President Clinton the spent with us, there was a
 17 lot of pressure to bend those rules. And I think
 18 that there was a sense, even from those that were
 19 influential in the voting process, that had Sunil
 20 made decisions that, perhaps, would have made us
 21 more competitive, that we might have had a better
 22 chance.
 23 And I have to say on behalf of the
 24 bid committee and on behalf of all of us that are
 25 engaged in the game, I would have rather to have

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1 let this define us. That we've got to move on.
 2 What has to define us is our collective love of
 3 this game and our desire to have better players
 4 and to have more of a soccer nation and to give a
 5 pitch on behalf of all the athletes and all the
 6 pro games to have more fans. Because that was
 7 one of the things that we really were criticized
 8 as we were going around the world, they know that
 9 we love the game and that we can play it at a
 10 national team level and we've got lots of kids
 11 play, but they question whether people are really
 12 fans of the game.
 13 If there's anything that I learned,
 14 our renewed efforts as the league are going to be
 15 very, very focused on trying to have all of us
 16 that love this game, love it passionately, not
 17 just as a player, but somebody that really wants
 18 to participate and be a fan of the game.
 19 So, lastly, Sunil, from the bottom of
 20 my heart and from all the people that know you
 21 for so many years, you did an unbelievable job,
 22 and nothing that you or anybody else on the Board
 23 did was why we lost. And in many ways, it's a
 24 lesson for us learned to be proud to live by
 25 rules and laws that govern righteousness, so with

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1 lost the way we did than to have won the way we
 2 would have had to have win. And I was really
 3 proud to be an American and be proud to be living
 4 in a culture where what you do matters and the
 5 end game isn't the only game, that's how you get
 6 there, and that's what I think was -- really
 7 defies us and defies our campaign.
 8 When Sunil showed that video, I was
 9 actually shocked that was the first thing he had
 10 shown. I had not seen it yet. I can remember
 11 sitting there in that audience and expecting that
 12 envelope coming out and saying the USA. When
 13 they said Qatar, my heart sunk.
 14 But as we got through the
 15 disappointment of the day and knowing that we did
 16 everything that we could, that we had great
 17 leadership with Sunil and Carlos, who devoted
 18 their lives to this effort, we had the great
 19 support of everybody in the U.S. Soccer family,
 20 including the financial support, we didn't lose
 21 because of anything we did wrong. Frankly, I
 22 think we lost because of things that we did
 23 right.
 24 And I will say -- and I say this to
 25 everybody involved in our sport -- that we can't

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1 that thank you.
 2 PRESIDENT GULATI: Thanks, Don.
 3 (Applause.)
 4 PRESIDENT GULATI: Thank you.
 5 Peter.
 6 MR. PINORI: I just wanted to end a
 7 meeting on the high note. We all, disappointed
 8 of course, for the World Cup. Most of us feel
 9 very strongly, and we did it with our pockets.
 10 But I know, as, Mr. Garber said, what was done,
 11 by you, Sunil, and everybody else made us all
 12 proud.
 13 But I wanted to end on a high note.
 14 I wanted to say thank you for the great cocktail
 15 hour yesterday. I know there was a little bit
 16 tough getting the money from Dan. And also, I
 17 wanted to say that we enjoyed the show last
 18 night, especially, Sal, right close to his Staten
 19 Island home, so thank you for that. And I
 20 appreciate it. I'm sure all of us do. Bye-bye.
 21 (Applause.)
 22 PRESIDENT GULATI: So, that's -- we
 23 got that out of him before he and Arnold took
 24 President Clinton and I out in that contest.
 25 Imagine how good it will be next year.

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1 Any other thoughts, comments?
 2 MR. Des BORDES: Move to adjourn.
 3 PRESIDENT GULATI: One more.
 4 MR. KEPNER: I have one.
 5 PRESIDENT GULATI: Mr. Kepner.
 6 MR. KEPNER: And I'm speaking not in
 7 the position of credentials, but instead as a
 8 relatively newly elected president of the North
 9 Carolina Adult Soccer Association and that is,
 10 there was a thought came to me, when I just heard
 11 the comments by Don about one of the items that
 12 was of a concern to FIFA, and representatives and
 13 so on, was the fan base, so to speak.
 14 And I don't know what the measuring
 15 standard is. But one element of our fan base
 16 that, if it's possible, if it's not already
 17 included, I would strongly encourage us to
 18 determine what that is and to communicate it.
 19 And that is, is that a lot of fans are out there
 20 watching soccer but it's not just the program and
 21 the college game and the high school game. It's
 22 the youth game, the amateur games, and that's the
 23 total fan base.
 24 And again, I don't know that those
 25 other elements are counted, but I would encourage

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1 I spend most of my time watching
 2 Landon or one of our women's national team
 3 players or working with Donna on a TV situation,
 4 but extraordinarily important.
 5 And then a couple weeks later, which
 6 was just two weeks ago, I went out to New Jersey,
 7 and we had one of these market training centers
 8 which we're trying to get right, but they're kind
 9 of show up, if we've identified you, or if you
 10 think you might be the next Messi or Maradona or
 11 whatever, and this was on a Saturday night at 8
 12 or 9:00 in an armory in New Jersey, an hour to
 13 get there in the snow.
 14 Nobody had any tags on when I went
 15 out there, in the sense that I didn't know if
 16 anybody was Club Soccer or USYS. I knew a couple
 17 of our staff coaches, players, it didn't matter
 18 where they were from. I'm sure some were from
 19 the Red Bulls. I know some were from the Red
 20 Bulls. Some were unaffiliated. Some were I'm
 21 sure AYSO or USYS, just playing soccer on a
 22 Saturday night. Elite players in this case.
 23 But I also thought about, this was in
 24 New Jersey, and it was a New York area market
 25 training center on a Saturday night at 8:00 in

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1 that if they are not, that we do some things to
 2 find out literally, within our own soccer
 3 population, what they are and communicate them.
 4 PRESIDENT GULATI: Thanks, Bob.
 5 Last couple of comments. And then it
 6 looks like we'll be ready to adjourn, but we want
 7 to show you a video in just a second. But two
 8 last thoughts from me.
 9 Post December 2, there's been a
 10 little more time than I had planned on, and I
 11 have had a chance to, in some ways, go back to
 12 roots.
 13 I went to a couple of functions in
 14 New York, Eastern New York, at the state
 15 association level, their Hall of Fame banquet,
 16 and later on Peter's league.
 17 Not generally the sorts of events, in
 18 terms of time, that I have been able to attend,
 19 that I had a great time at. And it greatly
 20 reminded me of, you know, all of the work people
 21 do at grassroots, and watching the inductees at
 22 the Hall of Fame, or the people that Peter
 23 thanked, referee instructors or people doing
 24 scheduling of games. Those are extraordinarily
 25 important parts of it.

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1 the armory in the snow, it had taken me an hour
 2 in a car to get there, what the likelihood of a
 3 talented 13- or 14-year-old from Queens or
 4 Brooklyn would have been to get there, if he
 5 didn't play for Albertson's or the Red Bulls.
 6 Not that high. Not that high.
 7 So we still got a lot to do. But
 8 those first two events reminded me of how much we
 9 already do and how much it means to all of you.
 10 So I want to again thank you for that.
 11 I want to show you a little video,
 12 which I think helps in showing our appreciation
 13 for what we all do at all levels of the game, and
 14 after that, I will accept Mr. desBordes' motion
 15 to adjourn. But a little video. The Fricker
 16 dinner tonight, please. Unless you are flying
 17 home tonight, come. It's a great event. We're
 18 honoring one of our all-time greats, and a very,
 19 very, dear friend, Kevin Payne. Bob Bradley will
 20 be there tonight. He will speak, so please come
 21 on to that dinner. Let's go to the video for the
 22 Good of the Game, video.
 23 (Video clip shown.)
 24 (Applause.)
 25 PRESIDENT GULATI: We will probably

1 honor, I'm sure, in many ways, over the coming
 2 months and years one of the goals there, Kristine
 3 Lilly scored. Kristine has --
 4 (Applause.)
 5 PRESIDENT GULATI: -- that's a great
 6 sign that that many people -- you don't have to
 7 explain what she's done because you know what
 8 she's done in the game. She's retired this year
 9 with more caps, and not even close, and certainly
 10 not even close to anybody other than a few
 11 American players with more caps, over 350,
 12 playing for the U.S. national team.
 13 (Applause.)
 14 PRESIDENT GULATI: Starting when she
 15 was 15, international team, and would have been
 16 six world cups, I guess, if she had gone this
 17 summer, but she chose to get on with the rest of
 18 her life. So when she said it was family, none
 19 of us could even possibly think that we should
 20 try to talk her out of it. Thanks, Kristine.
 21 It's Miami next year. We need the
 22 life members up here for a minute afterwards.
 23 Thanks for coming. The meeting is adjourned.
 24 (Applause.)
 25 (Adjourned at 11:20 p.m.)

1 REPORTER'S CERTIFICATE
 2
 3 I, DEBRA K. RESLING, RMR, and Certified Realtime
 4 Reporter appointed to take the meetings of the U.S.
 5 Soccer Federation, do certify that the within
 6 proceedings of the AGM National Council Meeting were
 7 taken by me stenographically in Las Vegas, Nevada, on
 8 February 12, 2011, then reduced to typewritten form
 9 consisting of 107 pages herein; that the foregoing is a
 10 true transcript of the proceedings had.
 11
 12
 13 In witness hereof I have hereunto set my hand this
 14 28th day of February, 2011.
 15
 16
 17 _____
 18 Debra K. Resling, CSR, CRR, RMR
 19 Registered Merit Reporter
 20 and Notary Public.
 21 4 Cheyenne Blvd.,
 22 Colorado Springs, CO 80905
 23
 24 My commission expires February 28, 2013
 25



Section III

The Book of Reports

REPORT OF THE PRESIDENT

The lifeblood of any organization can be measured through growth and progress, and this past year has seen some important steps as we continue to initiate plans to advance the sport of soccer in this country at all levels.

The 2011 FIFA Women's World Cup proved a remarkable success, capturing the attention of millions of fans worldwide and affirming the beauty, skill and excitement of soccer at the highest level. ESPN provided the most comprehensive coverage of a Women's World Cup ever, opening a window for fans across the United States to witness the amazing journey of our Women's National Team.

As in tournament's past, our women produced yet another iconic sports moment with Abby Wambach's dramatic header against Brazil in the dying moments of extra time in the quarterfinal, setting off a media frenzy and once again creating a buzz felt across the country. Led by head coach Pia Sundhage, the team displayed gifted soccer, tremendous energy and an unwavering resolve throughout the tournament. While losing a final is a massive disappointment, witnessing the joy and relief the victory for Japan brought to a nation struggling with the wounds of a devastating earthquake served to reaffirm the positive influence sport can deliver.

On the men's side, we have opened the door to a new era with the hiring of Jurgen Klinsmann to lead our Men's National Team program. He is a highly accomplished player and coach, having won a World Cup and a European Championship with Germany, then coaching his homeland to a third place finish at the 2006 FIFA World Cup. As a 13-year resident of the United States, he brings a unique blend of international experience at the highest level and knowledge of the sport in this country. His combination of soccer savvy, international connections and unbounded enthusiasm and charisma offer an exciting voice that has already opened fresh doors across the United States and around the world.

Of course, the ultimate measure any coach is results on the field, and the U.S. begins the important road to the 2014 FIFA World Cup when qualifying begins this summer. Drawn into a group with Antigua & Barbuda, Guatemala and Jamaica, the semifinal round is not one to be taken for granted, and we will once again provide the best resources possible to give our team the support they need to be successful.

On the technical side, Jurgen will have a positive impact on the program, introducing his ideas for attacking, attractive soccer that will serve as a blueprint for all of our National Teams. More than ever, there will be a vertical integration that gives a clear picture of the expectations for a player on the national team. An important piece of the puzzle is the selection of leadership for our Youth National Teams and in working with Jurgen, U.S. Soccer has collected a pool of young, talented coaches who bring a variety of experiences and success to the table.

The U.S. Under-23 Men's National Team will be led by Caleb Porter, a 37-year-old coach with a proven record of success developing young talent having coached the University of Akron to the 2010 NCAA National Championship. For the U-20 Men's National Team we have hired three-time U.S. World Cup veteran Tab Ramos, and the U-18's will be coached by three-time MLS Cup champion Richie Williams. Under the guidance of Jurgen and Youth Technical Director Claudio Reyna, these coaches will help develop a continuity of style of play that will create a path directly from our youth teams all the way to the full team.

Both the men and women will hopefully be striving for a medal at the 2012 Olympic Games in London. Along with the World Cup, the Olympics are the most prestigious and watched events in the world. It is in these forums where teams are judged the most, and while our women seek the title that eluded them in Germany, the men will hope to demonstrate the progress we have made in competing against the world's elite.

After a thorough review of player development on the women's side, U.S. Soccer appointed April Heinrichs as the Technical Director and Jill Ellis as the Development Director for the U.S. Women's National Teams. The hirings mark the first time U.S. Soccer has appointed full-time positions to oversee the women's youth national team program and the programs' overall development.

U.S. Soccer is taking a revolutionary approach to managing referees in professional leagues in the U.S. Following the successful model in the England, U.S. Soccer and MLS will govern the Professional Referee Organization (PRO) which will handle the professional referee program in the U.S. The new program will provide additional resources to hire new referee technical staff, full-time referees, training programs and continue the progress of new professional referee programs implemented in 2011.

In terms of the domestic league, Major League Soccer had another exciting year of growth both on and off the field. With a 7.2 percent increase in average attendance, the league set a record with an average of 17,872 spectators that outpaced the previous best from the inaugural season in 1996. Those numbers surpassed the average number of fans for both the NBA (17,323) and the NHL (17,132), yet another sign of the sport's progress. On the field, the Los Angeles Galaxy capped off an impressive season by becoming the first team to win the Supporters Shield and the MLS Cup in the same year. In the coming year, MLS continues to increase its footprint in the sports landscape with the addition of the Montreal Impact as the 19th team and the new stadium opening in Houston.

The WPS once again provided the platform for the best women's professional soccer in the world. The challenges off the field did not diminish the talent on display and fans came out in record numbers to see the World Cup stars.

In 2011, the NASL played its inaugural season of Division 2 soccer, culminating in an impressive championship victory for the Minnesota Stars. The USL Pro League serves as an important part of the foundation of men's professional soccer in the U.S., and the Division 3 league remains a breeding ground for up-and-coming talent.

Without the dedication and contributions of the numerous soccer organizations across the country, from the grassroots to the professional level, we wouldn't be where we are today. As we grow as a soccer nation, we recognize our relationships with those partner organizations will continue to be an important component to our success. We are proud to have all of you as part of the U.S. Soccer family.

This is a time of new beginnings and new opportunity. The world of soccer never rests, and as the memories of the past year fade but are not forgotten, the next challenges await. We will meet them with the same focus, determination and dedication that have helped propel our sport forward in the last two decades. I look forward to being with you in Miami and sharing ideas for a better future.

Sincerely,

A handwritten signature in black ink, appearing to read "Sunil K. Gulati". The signature is fluid and cursive, with a small mark at the end.

Sunil Gulati
President
U.S. Soccer Federation

Report of the Vice President

The Vice President's report will be delivered orally at the 2012 Annual General Meeting.



Report of the CEO / General Secretary

As we look ahead to busy year in 2012 which will include the start of FIFA World Cup Qualifying for the Men's National Team and hopefully two teams competing in the London Olympic Games, we are energized by a successful past year.

On the field, the exhilarating journey by our Women's National Team during the FIFA Women's World Cup was one for the record books. Similar to Landon Donovan's goal during the 2010 FIFA World Cup, Abby Wambach's clutch header against Brazil triggered a flood of celebrations across the United States.

Even in defeat after 120 minutes and penalty kicks against Japan in the final, it was clear that the Women's National Team provided the American public with an unforgettable experience that resonated with a larger audience than possibly ever before. During the Women's World Cup, record numbers of people visited ussoccer.com to follow the team through video and written updates, and also took to Facebook and Twitter with fervor to get unprecedented access to the players.

The tournament was a commercial success as well. The USA-Japan final earned the highest television rating for any soccer game on an ESPN network, drawing a 7.4 national rating with an average of nearly 13.5 million viewers. The previous ESPN record was a 4.0 for the group game between the United States and Algeria in the 2010 FIFA World Cup.

While the Women were finishing a journey, the U.S. Men's National Team started in a new direction as Jurgen Klinsmann was named head coach in September. Bringing an enthusiastic and positive vibe, we are looking forward to the new approach as the team begins its two-year qualifying cycle ahead of the 2014 FIFA World Cup in Brazil.

As always, the development of our youth players is one of our biggest priorities. The U.S. Soccer Development Academy, now in its fifth year with 78 clubs and more than 4,000 players, have helped us identify and develop the elite players in the country. The number of Academy players who have been identified and participated with Youth National Teams now reaches into the hundreds, and more players are getting professional opportunities at an earlier age.

Along with player development, we continue to take steps to improve coaching development across the country. Claudio Reyna has led the effort to produce a new curriculum to help guide the coaches of players at the beginning stages of their soccer development. Disseminating the messages in the curriculum to coaches will continue to be a focus moving forward.

We have also increased the role of our Technical Advisors, having them host Training Centers across the country to identify even more players, and soon many of the Academy clubs will be playing 10-month seasons that more closely resemble the schedule of the best soccer playing nations.

The U-17 and U-20 Women's teams will take center stage this year as they attempt to qualify for their respective World Cups. It's been more than a year since April Heinrichs and Jill Ellis were



added as full-time staff, and they have made strides in raising the level of the overall women's youth program.

As part of U.S. Soccer's effort to improve the way we approach Instructor Education, the Coaching Department hosted a National Instructor Training and Assessment workshop in December at The Home Depot Center in Carson, Calif. The workshop centered on the identification, assessment, development and selection of a National Instructional Staff to implement U.S. Soccer's coaching initiatives aimed at increasing interaction with instructors, outfitting future leaders with new and better teaching skills and improving coaching education and player development.

On the business side, U.S. Soccer secured and renewed several commercial partnerships in 2011. The Federation entered new multi-year agreements with Allstate Insurance, el Jimador Tequilla, Kumho Tires, Panasonic and Yingli Solar. Several partners extended their relationship with the organization including Anheuser-Busch, EA Sports, Official Sports International, Kwik Goal, Pepsi and Visa.

At the start of 2012, we also entered into a new three-year partnership with NBC, along with MLS. NBC has the expertise, talent and vision to raise the bar for soccer coverage in the United States and help us continue to broaden the game's exposure to a larger audience.

Similar to 2011, we expect a busy and exciting year in 2012. The awareness of U.S. Soccer continues to grow on a daily basis and we look forward to increasing our engagement level with our fans, whether that's online or in the stadium. There are opportunities to continue to grow our membership across all areas of the organization, including players, coaches, referees and administrators.

We thank you for your support during the coming year and look forward to hopefully celebrating even more accomplishments.

Respectfully submitted,

Dan Flynn
Chief Executive Officer / General Secretary
U.S. Soccer Federation



Appeals Committee

Committee Members

Michael Blackburn – Committee Chair

Patty Abshire	Tony Falcone	Joanne Neale
Jeff Agoos	Stephen Flamhaft	Ben Olsen
Chris Armas	Danielle Fotopoulos	Alec Papadakis
Derek Arneaud	Joe Foran	Carlos Quinones
Marcelo Balboa	Alice Friend	Sandy Rapaglia
Steve Ballentine	Ray Greenberg	Claudio Reyna
Kylie Bivens	Tim Hoffman	Tiffany Sahaydak
Alan Blinzler	Angela Hucles	Bob Singer
Jennifer Bogan	William Hummell	Ellie Singer
David Bortz	Charles Jacob	Danielle Slaton
Tony Buniskis	Alison Kocoras	John Sutter
Kathy Carter	Erin Langenwalter	Mike Sweeney
Jamie Clary	David Laraba	Jim Tulley
Cindy Cone	Ed Loucks	Greg Vanney
David Crawford	Arthur Mattson	Sasha Victorine
Brian Darling	Jon McCullough	Cat Whitehill
Landon Donovan	Josh McKinney	Eli Wolff
Andrea Duffy	Tiffany Millbrett	Richard Yoder
Lorrie Fair	Siri Mullinix	Kathy Zolad

Staff Liaison

Gregory Fike

Committee Objectives

- Continue to resolve appeals in a timely and consistent manner
- Continue to resolve requests for recognition of suspensions in a timely and consistent manner
- Continue to offer educational opportunities regarding the appeals process to USSF's membership
- Conduct Appeals Workshops at State Association conventions and other Organization Member meetings when requested
- Continue, through the Staff Liaisons, to assist Organization Members with drafting and revision of their manuals and policies on hearings and appeals at the local level
- Committee Chair and Staff Liaison to provide additional guidance to Committee members on the appeals process during the upcoming year

Key Outcomes

- From January 1, 2011 through January 1, 2012, the Appeals Committee, consisting of 58 volunteer members including the Committee Chair, Michael Blackburn, has considered and decided 10 appeals. These 10 appeals are seven fewer than considered over the previous twelve months.



- Of the 10 appeals, 4 involved administrative violations, including registration rules, use of ineligible players, violation of a previous suspension and unauthorized use of funds.
- Of the 10 appeals, 4 involved allegations of assault, abuse or touchline misconduct against a referee.
- Of the 10 appeals, 1 involved allegation of a coach assaulting a player.
- The Committee also considered 1 case involving misconduct by a referee.
- Of the 10 appeals, 8 of them included an argument from the appellant that there was a lack of due process, including issues involving the right to confront witnesses, the right to a hearing, the impartiality of the panel, the right to be represented at the hearing, the right to appeal and the right to notice of charges.
- Of the 10 appeals, 1 was upheld (and the organization was reversed), 4 were remanded back for further proceedings, and 5 were denied. The percentage of upheld appeals is lower than the last twelve months, when 3 of 17 appeals were upheld.
- The Committee provides synopses of its decisions on the U.S. Soccer website. These can be found in the Resource Center, under “Legal.”

2012 Outlook

- The Appeals Committee will continue to resolve appeals and requests for recognition of suspensions in as timely a manner as possible, and continue its educational efforts.

We would like to thank all the members of the Committee for their dedication to the appeals process and their hard work on appeals matters throughout the year.

Respectfully submitted,

Michael Blackburn - Committee Chair
Gregory Fike - USSF Staff Liaison



ATHLETE COUNCIL REPORT

Council Members

Jon McCullough – Chair

Jeff Agoos

Chris Armas

Derek Arneaud

Marcelo Balboa

Kylie Hopper

Cindy Cone

Landon Donovan

Lorrie Fair

Danielle Fotopoulos

Angela Hucles

Tiffeny Milbrett

Siri Mullenix

Ben Olsen

Claudio Reyna

Tiffany Sahaydak

Danielle Slaton

Greg Vanney

Sasha Victorine

Cat Whitehill

Staff Liaison

Amy Hopfinger

This year has been a year of continued progress for the Athlete Council. We have made significant strides in providing our athletes with the tools to be effective leaders and productive with their time giving back to the sport. These basic pillars are, and continue to be, a major theme for our Council as we move forward. As many of our athletes complete their terms, we must ensure that our alumni stay involved in the sport that provides resources and access. Additionally, this year marks a new term and the introduction of new athletes serving on the Council. We recognize the evolutionary process getting our newly elected athletes up to speed in hopes that they will take a leadership role in taking our sport to the next level.

In retrospect, 2011 was a year that we reintroduced our athletes to summit meetings. These summits allowed the Council to move forward with new ideas and created a deeper understanding of the structure of U.S. Soccer. Our goal continues to ensure that our voices are heard and are a part of the continued growth of the sport. We will continue to conduct future summits in order to give our Council a deeper understanding of our Federation as well as develop new and effective ways to work with U.S. Soccer and its leadership. As we go into the new term, we will look to the Federation's officers, councils, committees and each of its membership to find productive ways to keep the Athlete Council more involved in building our sport. We are committed to being directly involved through hard work and partnership with each Council and the Federation as a whole. Please remember that the Athlete Council is always available to you.

Action Item #1: 2012 Summit

Topics:

Effectively representing and serving on committees, task forces and our council.

Continued involvement with the growth of soccer in the USA.

Exploring options for athletes to take leadership roles within the Federation and with FIFA.



Building productive relationships with international Athlete Councils and improving our image globally.

Action Item #2: Leadership

Topics:

Partner programs with other sports.

Creating models to improve athlete involvement.

Our athlete council has recognized the impact of our contribution to our nation and our sport. In 2012 we will maintain our commitment to impact the development and growth of our sport by contributing and playing a role with each Federation council and task force.

Lastly, we would like to recognize each Council, Task Force, U.S. Soccer staff and leadership, as well as the Board of Directors for their tireless support not only to our Council, but to the sport itself. We appreciate the opportunity to represent the athletes and take part in this year's AGM in Miami and look to future successes for U.S. Soccer.

Respectfully submitted,

Jon McCullough, Committee Chair

Jeff Agoos and Danielle Fotopoulos, Vice-Chairs





Budget & Audit Committee

Committee members:

Carlos Cordeiro – Committee Chair
Toni Briggs-McGee
Walt Konopka
Steve Meisberger
Danielle Slaton
Roy Smithers
Sasha Victorine

Staff Liaisons:

Dan Flynn Brian Remedi Eric Gleason

Committee Objectives:

- Review, analyze and present recommendations to the U.S. Soccer National Board of Directors on amendments to U.S. Soccer's current fiscal year's budget
- Review, analyze and present the budget for the coming fiscal year to the U.S. Soccer National Board of Directors
- Confirm and assure the independence of the independent auditor
- Review with management:
 1. U.S. Soccer's internal controls
 2. Treatment of significant accounting issues
 3. Completeness of coverage and effective use of resources during the annual audit
 4. Annual audit and management letter

Annual Report

The budget committee met via telephone conference call October 28, 2011 at 8:00 AM ET. The purpose of the meeting was to review the proposed FY'13 Budget.

Chairman Carlos Cordeiro opened the meeting by introducing himself and laying out his vision for the Committee. Dan Flynn followed by providing an operational overview of current and future USSF activities. Eric Gleason then presented the FY'12 projected year-end operating results, which are expected to be unfavorable to budget by (\$904K) for an Operating deficit of (\$6.1M) and overall deficit of (\$4.5M). Mr. Gleason then discussed the proposed FY'13 budget, which is projected to result in a (\$8.8M) Operating deficit and (\$6.6M) overall deficit. He provided information to the Committee on the underlying assumptions and major variances and explained that U.S. Soccer's continued investment in player development was driving a deficit position in line with our long term business strategy.

After Mr. Gleason summarized the framework of the FY'13 Budget, the U.S Soccer Staff addressed specific questions posed by the Committee on expenses, events, and major variances, which were all answered to the satisfaction of the Committee. Mr. Gleason also discussed the possibility of switching audit firms and requested the input of Committee members upon reviewing the audit proposals from two firms, BDO and Grant Thornton.

This portion of the meeting concluded at approximately 9:20 AM ET.

The U.S. Soccer Staff then departed from the call, after Mr. Cordeiro requested that the Committee deliberate privately on the proposed FY'13 Budget before reaching a recommendation. The

Committee privately discussed the proposed FY'13 Budget for approximately 75 minutes. The Committee has agreed to submit to the Board of Directors for consideration the FY'13 Budget as presented, with the understanding that the Budget proposal will be accompanied by a discussion on the sustainability of running a long-term deficit position.

Respectfully submitted by Carlos Cordeiro on behalf of the Budget and Audit Committee.

United States Soccer Federation
 Credentials Committee
 Report for the 2011 USSF Annual General Meeting

Committee Members

Bob Kepner – Chair	Ken Conselyea	Siri Mullinix
Russell Sargeant	Kathy Zolad	

Staff Liaisons

Eric Gleason, Lisa Levine

At the Credentials Committee meeting held prior to the Annual National Council Meeting in Las Vegas, Nevada, on February 12, 2011 the following voting strength was agreed to:

Group	Number of Delegates
Youth Council	285
Adult Council	183
Professional Council	14
Athlete Council	8
Affiliate Organizations, Life Members and National Board of Directors	36
Total Actual Delegates	526

Required multiplying factors

Youth	1.00
Adult	1.56
Professional	20.36
Athlete	27.88
Affiliate Organizations, Life Members and National Board of Directors	1.00

Adjusted voting strength

Adjusted voting strength	Number of Votes
Youth Council	285
Adult Council	285
Professional Council	285
Athletes' Council	223
Affiliate Organizations, Life Members and National Board of Directors	36
Total Adjusted Vote	1114
Majority Vote	558
2/3 Vote	743

Respectfully Submitted,
 Robert Kepner
 Credentials Committee
 Chairperson



Disability Soccer Committee

Committee Members

Eli Wolff, Chair

Derek Arneaud

Lauren Gregg

Matthew Krywonos

Lorrie Fair

Margie Close

Ken Gulmi

Annette Lynch

Amanda Cromwell

Jay Heaps

Bob Riggs

Staff Liaison

Greg Fike

Committee Objectives

- Promote and provide information on soccer programs for athletes with a disability
- Continue to represent soccer players with disabilities within U.S. Soccer
- Educate U.S. Soccer and its members about soccer players with disabilities
- Expand and develop strategies to identify new players for disability soccer programs

Key Outcomes and Recommendations

- Continued to facilitate communication and collaboration between disability soccer organizations
- Continued to work on a plan for improving information sharing and educational efforts

2012 Outlook

- Continue to educate U.S. Soccer and broader soccer community about disability soccer and disability soccer programs
- Planning for strategic events and forums for disability soccer and also planning to better reflect disability-related engagement on par to other comparable NGB's.

Respectfully submitted,

Eli Wolff

Committee Chair



Lamar Hunt U.S. Open Cup Committee

Committee Members

Todd Durbin – Co-Chair and Division I Representative

Tim Holt – Co-Chair and Division III Representative

Marcelo Balboa – Athlete Representative

Werner Fricker, Jr. – Amateur Representative

Staff Liaisons

Tom King

Paul Marstaller

Committee Objectives

- Establish requirements and procedures for implementing the Lamar Hunt U.S. Open Cup Policies
- Make policy recommendations and revisions designed to enhance the long-term success of the tournament
- Identify ways to make adjustments and enhancements to the tournament's financial model
- Monitor procedures to ensure fair and equitable standards across all participating Divisions

Key Outcomes and Recommendations

A total of 40 teams (19 professional and 21 amateur) took the field in the 2011 Lamar Hunt U.S. Open Cup tournament proper. The competition was conducted in a single-elimination, tiered-bracket format, with teams from Division III (USL PRO) and the Amateur Division (USL Premier Development League, USASA regional qualifiers and National Premier Soccer League [whose clubs in previous years competed through USASA regional qualifying]) entering in the First Round. Division I (MLS) clubs entered in the Third Round.

First Round pairings were determined by random draw within each of eight geographically-based pools. Following this, pairings were made on a geographic basis for the remainder of the tournament to minimize travel times and expense for the teams. Home venues were decided by hosting proposals (provided that teams were able to meet minimum stadium standards).

In the 2011 Final, the two-time defending champion and host Seattle Sounders FC faced the four-time winner Chicago Fire and set an all-time attendance record for an Open Cup championship game for the second consecutive year, attracting 35,615. In an intense affair, Seattle couldn't crack the Chicago goal (despite a 24-6 advantage in shots) until the 77th minute, when forward Fredy Montero finally broke through. The result was in doubt until the sixth minute of stoppage time, when Osvaldo Alonso skillfully dribbled past several Fire defenders and rounded Chicago goalkeeper Sean Johnson to make the score 2-0.



2012 Outlook

The 2012 edition of the Lamar Hunt U.S. Open Cup tournament will see the most sweeping changes since 1995, when modern-day professional teams started competing for the title. Among the changes in store for this year are:

- Largest expansion of teams (increase of 24) from previous year in competition's modern era (1995-present)
- First time in competition's modern era where all Division I, II and III professional clubs participate in tournament proper
- Home teams through quarterfinal round to be determined by random selection (change from sealed bid process)
- Earliest date for the Final since 1994 (last year before modern-day professional teams entered the competition), thereby completing the Lamar Hunt U.S. Open Cup tournament prior to the 2012-13 CONCACAF Champions League group stage and allowing clubs to put forth optimal teams in both competitions
- Largest-ever field of teams (64) in tournament proper in competition's modern era, eclipsing previous record of 42 (2005, 2006)
- Largest-ever field of professional teams (32) in tournament proper in competition's modern era, surpassing previous record of 28 (2000, 2001)
- Largest-ever field of amateur teams (32) in tournament proper in competition's modern era, exceeding previous record of 21 (2011)
- A mid-May tournament start (May 15 in 2012) rather than mid-June

We appreciate your continued support and we encourage all members of the U.S. Soccer family to attend the Lamar Hunt U.S. Open Cup matches in their local areas.

Respectfully submitted,

Todd Durbin
Committee Co-Chair

Tim Holt
Committee Co-Chair



Physical Fitness, Sports Medicine Research Committee

Committee Members

Dr. William E. Garrett, Jr. – Chair
Dr. Doug Brown Dr. Gary Green
Dr. Sheldon Jordon Cindy Parlow
Dr. Donald Kirkendall Dr. Bert Mandelbaum

Staff Liaison

Hughie O'Malley

Committee Objectives

- Secure doctors and trainers for National Team training camps and games, as well as Coaching Courses, Referee Clinics, Nike Friendly Tournaments and the U.S. Soccer Development Academy.
- Assisting international teams touring America with their medical needs. e.g. Medical coverage / supplies when needed
- Develop a uniform concussion management and return to play guidelines along with IMPACT testing.
- Attend the National Coalition for Concussions in Youth Sports (DC Feb 2011)
- Attend Soccer Industry Medical Symposium (SIMS) – MLS/ US Soccer Ft. Lauderdale
- Provide expertise in emergency medical situations
- Continue to research areas of the sport that are critical for the growth and success of the sport – i.e. Concussions and injury prevention in ACL tears, Sports Hernia's, injuries to female goalkeepers –specifically shoulders
- Participate in cooperative efforts with F-MARC (FIFA Medical Research and Assessment Center), Mandelbaum, Kirkendall, and Garrett. (Current work is in mechanisms of head injuries, internal FIFA documents, FIFA-FMARC consensus conference on concussions,
- Maintain a working relationship with the United States Anti-Doping Agency (USADA), established to educate and test all U.S. National Team athletes, including Out of Competition Testing (OOC).
- Secure Medical staff for FIFA Women's World Cup 2011 Germany
- Secure Medical staff for FIFA U-17Men's World Cup Mexico 2011
- Complete FIFA's Pre Competition Medical Assessment (PCMA) on all players for the 2011 Women's World Cup, and 17 Men's World Cup
- Secure a fulltime Athletic Trainer for the U-17 Men's Residency program in Bradenton
- Broaden the medical network in all disciplines
- Develop a web based medical reporting system to contain medical history/injury reports through Athletic Training services (ATS)



Key Outcomes and Recommendations

- Secured Athletic Training staff for over 97 National Teams camps (245 games) including Para, Beach and Futsal events, plus Coaching and Referee courses, U.S. Soccer Development Academy.
- Successfully secured Medical staff for the 2011 Women's World Cup, U-17 Men's World Youth Cup, and Youth National Teams
- Secured fulltime Athletic Trainers for the U-17 Men's Residency Program
- Increased the medical volunteer staff by 15%.
- IMPACT's new web based neuropsychological screening program was introduced to the National Teams. Completed baseline screenings on all NT players.
- Attended various meetings/ symposiums hosted by FIFA, WADA, IOC, USADA
- Attended the National Coalition for Concussions in Youth Sports (DC Feb 2011)
- Attended Soccer Industry Medical Symposium (SIMS) – MLS/ US Soccer Ft. Lauderdale.
- Created a relationship for USSF Medical staff with FIFA ,F-MARC, WADA and USADA that is continuous
- Maintained a successful working relationship with USADA (mainly in athlete education and drug testing)

2012 Outlook

- Continue to organize and update the medical network for our National Training Center at the Home Depot Center, U-17 Men's Residency Program in Bradenton, FL and at Development Academy showcases.
- Continue to research areas of the sport that are critical for the growth and success of the sport – i.e. Concussions and injury prevention in ACL tears, Sports Hernia's, injuries to female goalkeepers –specifically shoulders
- Secure IMPACT program for all U.S. Development Academy Teams and conduct baseline testing.
- Possible partnership with the Brain Trauma Foundation(BTF) and the Center for Disease Control(CDC) on evidence based projects
- Work closely with FIFA and F-Marc on their research
- Liaise with F-Marc and USOC activities
- Organize Drug Education of all National Team Athletes through USADA
- Increase player Out of Competition(OOC) pool with USADA to include our Olympic Teams
- Host Webinars for the National Team player pools regarding USADA's new protocols for 2012 and Olympics
- Attend and possibly present at International Mild Traumatic Brain Injury in Sports Meeting.
- Attend MLS Medical Symposium at the MLS combine
- Assist with the Women's Professional League where needed
- Attend various symposiums held by FIFA, F-Marc, WADA, USADA
- Create a concussion education video and posters for players, parents, and coaches
- Continue to utilize USOC Sports Medicine's staff for assisting National Team's sports science



- Seek approval for USSF medical staff to attend Olympics by completion of USOC rotation program.

Respectfully submitted

William E. Garrett, Jr., M.D., Ph.D.
Committee Chair



Referee Committee

Committee Members

Michael Edwards - Chair

Ken Baldeosingh, Tom Bobadilla, Angelo Bratsis, Bill Davey, Carlos Folino, Frank Giancroce, Sandra Hunt, David E. McKee, John Motta, Claudio Reyna, Lindsay Tarpley

Staff Liaison

Adrian Garibay

Committee Objectives

- Recommend to Board of Directors (BOD) bylaw and policy changes with regard to the referee program
- Propose changes to program structure and referee grades
- Review instruction curriculum
- Submit list of recommended nominees for the FIFA International Panel of Referees, Assistant Referees and Futsal Referees

Key Outcomes and Recommendations

- Nominations submitted to BOD for the International Panel of Referees, Assistant Referees and Futsal referees for 2012
- Reviewed the launch of an online learning management system for entry level referee education
- Reviewed the creation of a video series aimed informing a broader referee audience of the Laws of the Game
- Reviewed the redesign of the referee section of ussoccer.com for improved navigation and user experience
- Reviewed the establishment of an online Resource Center at ussoccer.com that makes referee and instructor resources available for download
- Reviewed Accelerated Referee Development Program to prepare elite referees for the professional level
- Reviewed the development of an AR Track for professional referees
- Recommended amending language to Policy 531-1 to assure each National Affiliate, National Association, National Member and Other Affiliate designate a specific point of contact to communicate with the local State Administrator on referee matters
- Awarded the 2011 Eddie Pearson Award to Mr. Toros Kibritjian

Respectfully Submitted,

Michael Edwards,
Committee Chair



Rules Committee

Committee Members

Paul C. Burke – Committee Chair
Angela Hucles
John Koskinen
Dan Trainor
Mike Wade

Staff Liaisons

Lisa Levine
Gregory Fike

Committee Objectives

- Review all proposals involving amendments to bylaws and policies
- Submit proposed bylaw amendments to National Council
- Review and submit policy changes to the Board of Directors
- Examine all applications for membership for compliance with US Soccer's Bylaws
- Make membership recommendations to National Council and the Board of Directors
- Ensure that all amendments and policies conform to the Amateur Sports Act and US Soccer Bylaws
- Provide interpretation of US Soccer's Bylaws upon request
- Provide formal and informal advisory opinions as requested by Federation members

Key Outcomes and Recommendations

- Reviewed and presented bylaw amendments to the National Council and Board prior to the Annual General Meeting
- Reviewed and presented policy amendments to the Board of Directors
- Reviewed four membership applications

2012 Outlook

- Work with USSF Counsel to provide advisory opinions and interpretations of bylaws and policies as requested by the Board of Directors or Federation members
- Continue to review amendments to bylaws and policies as proposed by the membership

The Rules Committee has endeavored to be a resource for the Federation's decision-making bodies by reviewing and commenting on policy proposals. The Rules Committee has tried to help proponents to prepare and craft well-structured proposals, and then the Rules Committee has tried to help decision-making bodies to understand their choices by providing objective analysis of proposals and their potential impact. During this process, the Rules Committee has sought to avoid usurping the policy-making judgment of the Federation's elected policy-makers. Instead, the Rules Committee has sought to provide objective and apolitical advice to the National Council, the Board of Directors, and the Federation's membership.

Respectfully submitted,

Paul C. Burke
Committee Chair



Technical Committee Report

Committee Members:

Kevin Payne, Chair
Jurgen Klinsmann
Pia Sundhage
Carin Gabarra
Tab Ramos

Staff Liaison:

Asher Mendelsohn

The Technical Committee as such has never met – instead, its work has been delegated to the Task Force for Men’s Player Development since 2007, and beginning in 2011, the Task Force for Women’s Player Development.

The Women’s Task Force is chaired by Carin Gabarra, the MVP of the first Women’s World Cup, won by the U.S. in 1991. The large and diverse membership of the Task Force includes many of the iconic names of women’s soccer, including Anson Dorrance, April Heinrichs, Tony DiCicco, Kristine Lilly and Mia Hamm.

The Women’s Task Force focused much of its attention in 2011 on Zone 2 (ages 13-17) and broke down into a number of sub-committees to examine different challenges. A series of recommendations is being developed and will be submitted to the President and Secretary General for action. Critical among those is a plan to develop a focused playing environment for the best young women players in America, similar to the National Team Development Academy on the boy’s side, but attempting to make greater use of existing leagues on a regional basis.

A key decision made in 2011 by the Task Forces was to address Zone 1 (under 12) issues without regard to gender – in other words, the initiatives to be adopted by the Federation and its members in the all-important early development years should be the same for boys and girls. The Task Force also suggests that co-ed play be encouraged, particularly at younger ages, to improve soccer and individual development.

Critical to this age group is creating the proper environment, and then communicating what that environment should include to parents. A sub-committee of key youth development directors is examining how best to move teams in this age range to a model based on individual player development, using the existing infrastructure of soccer administration.

Another sub-committee is looking at how best to communicate that effort to parents and children. In effect, that group is searching for ways to convince parents that wins and losses are not the best way to measure their child’s soccer development. This is a formidable task, which will require the resources of the Federation, its members, and its commercial and broadcast partners.



On the boy's side in Zone 2, the Academy program is now well-developed and clearly branded. A key challenge facing the program now is the inevitably competitive nature of the coaches, administrators, and players involved. We have to constantly reinforce our focus on individual player development, and not become overwhelmed by our team's "need to win." In 2012 decisions will be made on future extension into additional age categories.

Zone 3 is the area of the development continuum which has received the least attention to date, but more effort in 2012 will be devoted to this key transitional phase of a player's soccer career. In both the women's and men's game, finding the proper relationship with intercollegiate soccer, both within and without the college season, will be a critical component of ensuring that our best young talent continues to develop after the age of 18. The task force will be working with the professional leagues and the NCAA to try to find solutions to the challenges faced in this age group.

More than 40 different people were involved this year between the two Task Forces, and I'd like to thank them for their time, and the open-minded way in which they have participated in this great mission to improve the American soccer player and become a truly great soccer nation.

Respectfully Submitted,

Kevin Payne
Committee Chair



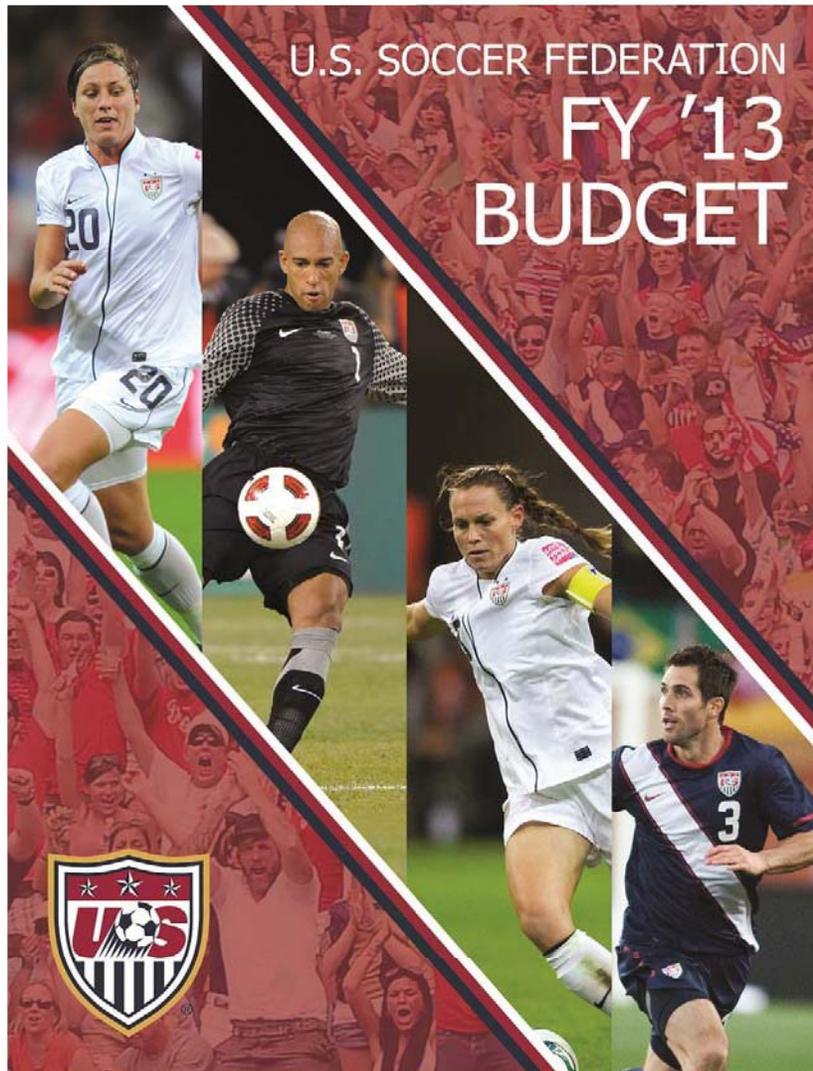


Section IV

Proposed Budget – FY '13

FY'13 Budget - Executive Summary

- I. Introduction & FY'12 Update
- II. Strategic Plan Overview
- III. FY'13 Budget
- IV. Conclusion





I. Introduction

FY'12 Financial Performance Overview

Through August of this fiscal year the Federation is performing, at an Operating level, slightly above Plan. However, due to poor market performance, our investment income is low, causing our bottom line deficit to be below Plan. We are projecting a year-end result that is below budget and in an overall deficit position. The FY'12 full year operating projection is a deficit of (\$6,109,165) compared to a budgeted operating deficit of (\$5,204,407), an unfavorable variance of (\$904,758). There are a few main factors driving this outcome, which are highlighted below. We continue to be focused on investing in the future and growing the sport at all levels, from the Senior National teams to the continued development of our referee, coaching and player technical areas. The Federation continues its mission to deliver outstanding results in the most effective and efficient manner.

The following are some of the highlights of our FY'12 year to date activity:

2011 FIFA Women's World Cup – Germany

- The Women's National Team's exciting performance in Germany, culminating in an exhilarating 2nd Place World Cup finish, attracted increased nationwide attention to the game and our players from a multitude of media and supporters.
- The Women's successful World Cup outcome resulted in a favorable revenue variance to the Budget, though increased costs for additional activity around the Finals brought the overall event even with budget.
- The two post-Cup Victory Tour games versus Canada, played in Kansas City and Portland, had a combined total of over 35,000 spectators and a gross gate of over \$1.1M.

Men's National Team

- Continuing to investment in the Senior National Team, we have hired a new Men's Head coach, Juergen Klinsmann, whom has a storied career as both a former player and coach at multiple levels.
- As the Men's National Team begin their cycle in preparation for 2012 World Cup Qualifiers, they have faced and will continue to be challenged by a variety of opponents, playing both home and away Friendlies. The June 2011 home exhibition against Spain netted over \$4.7M in revenue and ticket sales of over 64,000.

Player Development

- U.S. Soccer's focus continues to be on the technical development of players at all levels.

Total Player Training Days: FY'09 - 19,438 FY'10 - 17,201
FY'11 - 15,932 FY'12 Projected – 16,736 days
(Decrease due to cyclical nature of team activity)



- Positive results continue within the U.S. Soccer Development Academy, which includes 78 clubs across the country. The Development Academy allows elite players to benefit from increased high-level training, quality matches and a better development environment
- Introduced updated Coaching & Referee education curriculums with improved methods of delivery
- Welcomed two (2) new technical staff for the Women's National teams, a Technical Director and a Development Director

Building the Fan Base

- America embraced the U.S. Women's National Team during their impressive run through the 2011 FIFA Women's World Cup, culminating in a final match which drew over 13 million viewers.
- The post-WWC media blitz in New York included appearances on Late Show with David Letterman, The Daily Show with John Stewart, Good Morning America, The Today Show and others.
- More fans attended U.S. Soccer-promoted Men's National Team in CY 2011 than ever before, highlighted by a crowd of 78,936 at New Meadowlands Stadium for a friendly versus Argentina and 64,121 coming out to see reigning World Cup Champion Spain at Gillette Stadium.
- We continue to see extremely strong growth across all our digital platforms. Through July ussoccer.com website traffic had exceeded that of the entire year of 2010, which was a record-setting year in its own right.
- In July of 2011, we welcomed twice as many unique visitors to the site as we'd ever hosted in any prior month. In fact, the number of unique visitors in July was nearly twice that of the entire year of 2003 when the U.S. hosted the FIFA Women's World Cup.
- Social media continues to be an effective channel for fans to not only find information about U.S. Soccer, but also interact with us. Our Facebook page has tallied a 40% increase in "Likes" through September and we have added 124,000 followers on Twitter, a 79% increase.
- We have revamped our event production model with enhancements that include game-specific "pump up" pre-game videos, live national anthems at major matches, increased sponsor activation and a cohesive stadium look.
- We have begun inviting fans to attend both our Men's and Women's National Team training sessions the day prior to matches, and thousands of fans have come out for the free sessions.



- We scheduled special fan events at Official U.S. Soccer Bars around the October MNT Friendlies and the September WNT Friendly. During the standing-room-only events, Jozy Altidore (in Florida), Claudio Reyna (in New Jersey) and Megan Rapinoe (in Portland) interacted with fans and answered questions.
- The Respect Campaign was launched with the goal of providing a safe and enjoyable environment to all fans, players, referees and coaches at our National Team matches. We are actively promoting the event through in-stadium and online media, direct outreach to our organized supporters groups and the implementation of technology which allows fans to anonymously report fan misbehavior to a dedicated in-stadium staff member.

The Current Economy

While a majority of our revenue streams are fixed due to long term contracts, our greatest risk area is also the one affected most by the economy – Events. We anticipate continued negative impact on matches that are not considered “premium” by our fans (i.e. – friendly matches for our MNT and WNT versus lower ranked opponents, or played early in a team’s cycle). However, our Premium matches continue to generate strong crowds and revenue commensurate with previous years. We anticipate consistent numbers for player and referee registration, and Coaching school demand continues to be strong. From a marketing and sponsorship perspective, we have long-term agreements in place with sustained revenue that will continue as projected. We are also in the process of pursuing additional long term sponsorship agreements that will help protect the organization against any short term economic downturns.

Look Ahead

For FY’13, we are again presenting a budgeted deficit, highlighting further investment in the development of the sport of soccer within our country. We will continue funding new programs, enhance current programs, further develop training platforms, and focus on improving the level of play on the field. As always, maintaining tight financial controls is critical, especially in this economic environment. We aim to maximize the return on our investments while making operating decisions for the long term success and growth of the sport and our organization.

II. Company Overview

Continuous improvement is the key to our long term strategic business plan and operating mission. With a mission to govern and lead the sport of soccer in the United States, we aim to add value at every level of the sport through our multiple business units. We are guided by our operating values and continuously review our business activities to ensure operating effectiveness and efficiency. We continue to reorganize our efforts internally to both add expertise and increase our ability to develop the sport technically. Through strong management vision, solid financial guidelines, and a long term plan, we ensure that proper internal controls are in place for future success.



Operating Values

- *Be Transparent*
- *Timely Communications*
- *Operate efficiently and effectively*
- *Aim for long term stability and growth*
- *Enhance our membership services*



As previously noted, we are operating in an investment phase of our business plan. Strict discipline towards our cost structure, by effectively and efficiently managing operating costs, is essential. This is the cornerstone of any successful financial model, and is especially crucial while operating under a deficit spending plan.

We continue to raise the overall level of talent working within U.S. Soccer. We place a high priority on the financial commitments made to all employees by providing earned salary increases, performance bonuses and a comprehensive benefits package. We continue to evaluate and add personnel in the strategic areas of our business, while simultaneously balancing growth with the ability to operate efficiently.

Our core elements of operations are as follows:

- Efficient performance, including continuous review of our organizational structure and personnel
- Develop and execute new revenue opportunities in all areas of the organization
- Further investment in Technical and Player Development strategies, programming and education
- Identify synergies with member associations that enable unified success

III. FY'13 Budget Analysis

FY'13 Revenue

The majority of our revenue streams are consistent and predictable due to long term contractual strategies, most notably sponsorship revenues. However, one major revenue area, Events, is still variable and impacted by both a time cycle and the greater economy.

Our business continues to be anchored by five primary revenue sources:

1) Sponsorship 2) Events 3) Registration 4) Referee and 5) Coaching Programs

Sponsorship

Sponsorship is a critical component for our business success and will increase for FY'13 to \$12,497,638 due to an increase in our marketing guarantee payments. In addition, we will receive \$5,850,000 in Restricted Funds from Nike designated for player development programs. We do not anticipate collecting any additional marketing funds from shared revenue above the minimum guarantee. Overall, the U.S. Soccer brand is the premier brand for soccer in the United States and, as a result, we have seen current sponsors activate more programs using our logos and marks. Despite the state of the economy, new sponsors have shown recent interest and are actively being pursued.

FY'13 Budget - Revenue Summary

*Sponsorship revenue is \$12,497,638; plus \$5,850,000 in Restricted Funding for Player Development,
Total - \$18,347,638*

Events driven by MNT & WNT total is \$11,638,420

Player and Membership Registration is \$5,715,812

Referee revenue, mainly from registration totals \$2,987,874

Coaching Programs and Coaching Schools Revenue of \$1,544,617



National Team Events

FY'13 brings unique challenges to both Senior National Teams. The 2012 Olympics in London will give the Women's National Team a chance to win its third consecutive Olympic Gold Medal, which would then result in a multiple game Victory Tour celebration. The Men's National Team will begin the Qualifying rounds for the 2014 FIFA World Cup in FY'13, with four (4) Home and five (5) away Qualifiers scheduled. We continue to refine our event model with current and historical trend data to better predict attendance and pricing levels, but there are a high number of variables that surround each match. With proper planning and increased expertise in staging matches, we continue to improve our estimates. Both the Men's and Women's National team will be staging multiple home and away friendly matches and training camps as they prepare for their respective tournaments. We continue to budget for pressure on attendance levels at these events, especially the non-'Premium' games, due to current economic conditions. We anticipate lower average attendance for the Men's FY'13 World Cup qualifying games as dictated by historical trends, probable opponents and the early stage of the cycle.

FY'13 Budget Event Activity Summaries

The following charts summarize all of the projected activity for our National Teams in FY'13.

Chart 1 – Women's National Team – FY'13 Budget Summary

Type	#	Revenue		Team Expenses		Event Expenses		Surplus/(Deficit)	
		Total	Average	Total	Average	Total	Average	Total	Average
Friendly - Home	3	995,500	331,833	(272,724)	(90,908)	(500,476)	(166,825)	222,300	74,100
Friendly - Away	6	-	-	(317,515)	(52,919)	-	-	(317,515)	(52,919)
Olympics	6	250,000	41,667	(1,787,289)	(297,882)	-	-	(1,537,289)	(256,215)
Olympic Victory Tour	10	3,693,920	369,392	(2,159,740)	(215,974)	(1,668,792)	(166,879)	(134,612)	(13,461)
Training Camp	5	-	-	(654,850)	(130,970)	-	-	(654,850)	(130,970)
Algarve Cup	4	-	-	(203,708)	(50,927)	-	-	(203,708)	(50,927)
	34	4,939,420		(5,395,826)		(2,169,268)		(2,625,674)	(77,226)

Chart 2 – Women's National Team – Game by Game Summary

Game No.	Month	Type	Ave Attendance	Ticket Price	Total Revenue	Event Expenses	Team Expenses	Surplus / (Deficit)
1	Apr-12	Foreign Camp	-	-	-	-	(177,770)	(177,770)
2	Apr-12	Away Friendly	-	-	40,000	-	(79,586)	(39,586)
3	Apr-12	Away Friendly	-	-	40,000	-	(79,586)	(39,586)
4	May-12	Domestic Camp	-	-	-	-	(119,270)	(119,270)
5	May-12	Domestic Camp	-	-	-	-	(119,270)	(119,270)
6	May-12	Home Friendly	14,500	26.00	381,000	(170,712)	(90,908)	119,380
7-9	Jun-12	Away Friendlies	-	-	40,000	-	(183,393)	(143,393)
10	Jul-12	Domestic Camp	-	-	-	-	(119,270)	(119,270)
11	Jul-12	Home Friendly	16,000	27.00	436,000	(174,981)	(90,908)	170,111
12	Jul-12	Domestic Camp	-	-	-	-	(119,270)	(119,270)
13-18	Aug-12	Olympics	-	-	250,000	-	(1,787,289)	(1,537,289)
19-20	Sep-12	Victory Tour (2)	18,210	26.00	956,920	(353,624)	(431,948)	171,348
21-23	Oct-12	Victory Tour (3)	14,500	24.00	1,059,000	(494,814)	(647,922)	(83,736)
24-26	Nov-12	Victory Tour (3)	14,500	24.00	1,059,000	(494,814)	(647,922)	(83,736)
27-28	Dec-12	Victory Tour (2)	14,500	21.00	619,000	(325,540)	(431,948)	(138,488)
29	Jan-13	Home Friendly	7,000	25.00	178,500	(154,783)	(90,908)	(67,191)
30	Feb-13	Away Friendly	-	-	40,000	-	(134,950)	(94,950)
31-34	Mar-13	Algarve Cup	-	-	-	-	(203,708)	(203,708)
					5,099,420	(2,169,268)	(5,555,826)	(2,625,674)



- Average ticket prices and attendance estimates for the Women’s National Team are prepared using a combination of historical data, opponent assumptions, location and recent trends in event activity.
- The FY’13 Budget includes the assumption of a 10-game Victory Tour following placing Gold at the 2012 Olympics. If the tournament results differ, the number of tour games would be adjusted accordingly.

Chart 3– Men’s National Team – FY’13 Budget Summary

Type	#	Revenue		Team Expenses		Event Expenses		Surplus/(Deficit)	
		Total	Average	Total	Average	Total	Average	Total	Average
Friendly - Home	1	3,715,500	3,715,500	(336,145)	(336,145)	(1,488,976)	(1,488,976)	1,890,379	1,890,379
Friendly - Away	4	175,000	43,750	(1,342,232)	(335,558)	-	-	(1,167,232)	(291,808)
World Cup Qual - H	4	2,648,500	662,125	(1,822,804)	(455,701)	(1,058,112)	(264,528)	(232,416)	(58,104)
World Cup Qual - A	5	-	-	(2,956,448)	(591,290)	-	-	(2,956,448)	(591,290)
Gold Cup	-	-	-	-	-	-	-	-	-
Training Camp	3	-	-	(600,570)	(200,190)	-	-	(600,570)	(200,190)
	17	6,539,000		(7,058,199)		(2,547,088)		(3,066,287)	(180,370)

Chart 4 – Men’s National Team – Game by Game Summary

Event No.	Month	Type	Attendance	Avg. Ticket	Total Revenue	Event Expenses	Team Expenses	Surplus / (Deficit)
1	Jun-12	Away Friendly	-	-	25,000	-	(341,122)	(316,122)
2	Jun-12	Domestic Camp	-	-	-	-	(200,190)	(200,190)
3	Jun-12	Home Friendly	55,000	67.00	3,715,500	(1,488,976)	(336,145)	1,890,379
4	Jun-12	WCQ Home	15,000	35.00	540,000	(245,930)	(439,235)	(145,165)
5	Jun-12	WCQ Away	-	-	-	-	(573,484)	(573,484)
6	Aug-12	Away Friendly	-	-	25,000	-	(318,865)	(293,865)
7	Sep-12	Domestic Camp	-	-	-	-	(200,190)	(200,190)
8	Sep-12	WCQ Away	-	-	-	-	(573,484)	(573,484)
9	Sep-12	WCQ Home	17,500	35.00	627,500	(255,172)	(442,235)	(69,907)
10	Oct-12	WCQ Away	-	-	-	-	(573,484)	(573,484)
11	Oct-12	WCQ Home	17,500	35.00	627,500	(255,172)	(442,235)	(69,907)
12	Nov-12	Away Friendly	-	-	100,000	-	(396,765)	(296,765)
13	Jan-13	Domestic Camp	-	-	-	-	(200,190)	(200,190)
14	Jan-13	Away Friendly	-	-	25,000	-	(285,480)	(260,480)
15	Feb-13	WCQ Away	-	-	-	-	(617,998)	(617,998)
16	Mar-13	WCQ Home	22,000	38.00	853,500	(301,838)	(499,099)	52,563
17	Mar-13	WCQ Away	-	-	-	-	(617,998)	(617,998)
					6,539,000	(2,547,088)	(7,058,199)	(3,066,287)

- Average ticket prices and attendance estimates for the Men’s National Team are prepared using a combination of historical data, opponent assumptions, location and recent trends in event activity.
- The FY’13 Budget includes the assumption of one (1) ‘Premium’ home game estimated to generate significant revenues above the average historical trend.
- Overall event assumptions are slightly more aggressive/realistic than prior budget models, which have historically been ultra-conservative in nature.



Registration

Registration revenue is comprised of Youth, Adult and Professional membership fees. Youth participation saw a slight retreat in both FY'11 and FY'12, so we have conservatively projected a slight increase for FY'13. Total registration for FY'13 is projected at \$5,715,812, an increase of \$156,252 from the FY'12 projection, driven by historical run rates of the Youth registration and continued Professional League expansion.

Referee Registration

Referee Department revenue is driven by registration volume. The FY'13 Budget is projected to total \$2,987,874, an increase from the FY'12 Projections due to registration volume estimates for referees, assessors and assignors. The first referee fee increase in over 25 years occurred in FY'10. Registration fees represent 95% of the total referee department revenue; the remainder is from referee literature sales and assignor fees.

Coaching Department

The FY'13 Coaching revenue budget, totaling \$1,544,617, reflects an increase in Coaching school revenue driven by a combination of increased number of hosted schools, a revised pricing model, and new Continuing Education programs. Attendance at current courses remains near capacity with a demand for further expansion. In addition to Coaching Schools, other revenue streams include Continuing Education, State-hosted Course fees and Coaches Registration.

FY'13 Expenses

Operationally, an effective cost-model is the cornerstone of long-term sustainability and success. We continue to monitor and manage our cost structure as efficiently as possible, allowing for more resources to be directed towards the programming and technical areas of player development necessary for long-term growth of the sport.

We have seven major expense areas –

- 1.) General and Administrative
- 2.) AGM, BOD and Committees
- 3.) Marketing, Sponsor & Broadcast Services
- 4.) Coaching Program
- 5.) Referee Program
- 6.) National Teams and Events
- 7.) Player Development (including the National Training Center, Development Academy, Scouting and Technical Advisors).

Overall Administrative expenses are decreasing \$1,655,986 due to the expected reduction in litigation expenses and a sponsorship expense. We continue to efficiently maximize our resources in this area.

AGM, BOD and Committee expenses increase from the FY'12 Projection by (\$266,852), driven by costs associated with the 2013 U.S. Soccer Centennial celebration planning.

FY'13 Budget - Expense Summary

Total Operating Costs of \$53,612,002 decreased slightly by \$359,920

G&A is decreasing by \$1,655,986

AGM, BOD and Committees is increasing by (\$266,852)

Marketing/Sponsor Services increases by (\$59,141)

Coaching Dept. increases by (\$372,584)

Referee Dept. increases by (\$1,139,043)

National Teams/Events total expense of \$25,257,313

Player Development total spend of \$10,523,273

Development Academy spend of \$2,651,103



Marketing, Sponsor & Broadcast Services is budgeted to increase (\$59,141). Continued investments in media production and video content drive this increase as the demand for website footage and product support continue to increase exponentially. Additional costs also include managing our information database and product costs related to increased supporter's club memberships.

Spend has increased within Coaching by (\$372,584) relative to the FY'12 projection. This is driven by Coaching schools, publication costs and staffing expenses. The budget for Coaching Schools includes an overall increase in the number of schools to be held as well as a new pricing model that includes housing costs (offset by increased participant registration fees). Further investment will also be made in the implementation of a new Coaching Education program and the development of digital content for on-line education.

FY'13 will see further focus and commitment to the Referee area, with an increase spend of (\$1,139,043) in FY'13. This reflects added programming across all areas of referee training and development; Introductory education, Identification and Training, and Professional Performance, as well as staffing increases for full-time referees.

National Teams and Events

We maintain a conservative yet realistic approach to the National Team event expense budget, using both historical trends and current economic analysis. Due to the amount of unknown variables within the Men's and Women's National team schedules, and the attempt to estimate potential games over a year in advance, it continues to be an area of uncertainty within the budgeting process.

Because of this, we will be presenting a financial model that highlights the variability of the National Team activity and its impact on our surplus or deficit. By showing this activity separately, it clearly defines our current environment of investing for the future as current incoming revenue for both areas does not cover the associated programming costs.

This strategic plan is intentional and requires long-term focus with short term execution and monitoring by management.

	FY'10 Actuals	FY'11 Actuals	FY'12 Projected	FY'13 BUDGET
Total Operating Revenue - Non NT	28,227,492	30,802,220	34,039,802	33,140,257
Total Operating Expenses - Non NT	26,111,652	34,100,983	34,203,382	34,922,545
Operating Surplus/(Deficit) - Non NT	2,115,840	(3,298,763)	(163,580)	(1,782,288)
Total National Team Revenue	11,728,718	32,776,785	13,103,115	11,638,420
Total National Team Expenses	14,953,963	27,845,574	19,048,700	18,689,457
Surplus/(Deficit) - National Teams	(3,225,245)	4,931,211	(5,945,585)	(7,051,037)
Non-Operating Revenues	6,932,098	6,362,644	3,986,963	4,674,355
Non-Operating Expenses	2,477,392	3,034,510	2,411,976	2,416,639
Surplus/(Deficit)-Non-Operating	4,454,706	3,328,134	1,574,987	2,257,716
Total USSF Surplus/(Deficit)	3,345,300	4,960,581	(4,534,178)	(6,575,609)

The FY'13 budgeted total National Team spend is \$25,257,313, an increase of (\$387,985) from the FY'12 Projection. This includes all administrative support, the coaching staff, events and tournaments along with player payments, bonuses and travel costs. It also includes the cost of running the US Open Cup as well as Futsal, Paralympic and Beach Nation Team programming.



The Men’s National Team will begin their qualifying rounds for the 2014 FIFA World Cup and the Women’s National Team budget includes another Olympic Gold medal finish and ten (10) game Victory Tour.

(Please refer to Charts 1-4 for Event Revenue and Expense detail)

Player Development

The development of our on-field product is the most critical element of our organization and requires continued investment to be successful. On the Men’s side, we continue to make strides against the rest of the world, but remain challenged against top competition. On the Women’s side, we are the top program in the world, but not unbeatable, and must continue to improve.

For FY’13 we are planning to invest over \$13.6 million in player development and support. A crucial part of future success at the National Team level is our continued focus on player training, development and preparation for international and professional level play.

By continuously refining the National Team programming models we have effectively maintained a steady cost structure, minimized administrative expenses, and maximized training opportunities. Youth National Team programming has reached a leveling point in total number of training days, and now fluctuates based on the cycles of the championship teams.

The chart below details a programming comparison of our investments from FY’10 to FY’13.

Chart 9 – Player Development Review: FY’10-FY’13

	FY'10	FY'10	FY'10	FY'11	FY'11	FY'11	FY'12	FY'12	FY'12	FY'13	FY'13	FY'13
Men	# Trips	Plyr Days	Actual	# Trips	Plyr Days	Actual	# Trips	Plyr Days	Projected	# Trips	Plyr Days	Budget
U-14 B	5	1,841	525,924	5	1,848	508,314	5	1,700	495,302	5	1,652	489,057
U-15 B	5	1,344	417,030	5	1,410	467,758	5	1,376	419,239	5	1,292	420,643
U-17 M	18	3,881	2,256,802	19	3,428	2,303,832	12	2,746	2,034,945	12	2,092	1,991,373
U-18 M	5	1,170	364,156	6	1,366	513,690	6	1,306	468,630	6	1,212	478,815
U-20 M	7	1,572	544,788	8	1,934	693,475	5	1,236	374,165	9	1,916	684,696
U-23 M	-	-	17,607	-	-	(40,000)	7	1,648	576,568	6	1,448	512,985
	40	9,808	4,126,307	43	9,986	4,447,069	40	10,012	4,368,850	43	9,612	4,577,569
Women	# Trips	Plyr Days	Actual	# Trips	Plyr Days	Actual	# Trips	Plyr Days	Project.	# Trips	Plyr Days	Budget
U-14 G	2	995	281,758	2	98	308,760	2	864	247,711	2	756	236,955
U-15 G	5	952	240,640	4	744	192,232	5	984	255,068	3	576	148,985
U-17 W	7	1,318	474,346	6	1,024	333,709	7	1,390	442,393	9	2,424	612,258
U-18 W	5	972	251,123	4	768	180,351	5	1,008	291,086	5	976	223,283
U-20 W	9	1,818	656,570	8	2,040	552,993	7	1,440	502,337	9	2,316	672,586
U-23 W	7	1,338	421,318	7	1,272	497,251	6	1,038	367,285	5	1,026	356,537
	35	7,393	2,325,755	31	5,946	2,065,295	32	6,724	2,105,881	33	8,074	2,250,604
Total	75	17,201	6,452,062	74	15,932	6,512,364	72	16,736	6,474,730	76	17,686	6,828,172
Yearly % Change		-10.0%	-20.0%		-7.4%	0.9%		5.0%	-0.6%		5.7%	5.5%
Admin Expense			558,529			635,639			643,188			590,489
Admin as % of Player Dev			8.7%			9.8%			9.9%			8.6%

With the increases in camps, days and players, the simple measurement of number of camps per team was no longer enough to accurately compare and measure our efforts, so we created the “Total Player Days” metric. This is an effective way to measure activity across multiple teams and through various cycles (for example the U-20 Women’s team will have more activity in a



championship year versus a non-championship year). For FY'12, we are projecting 16,736 player days and for FY'13 the budget is 17,686 player days. Budgeted spend for all YNT programming is \$6,828,172.

In addition to team specific programming, the Development Academy, a comprehensive National Team training program designed to impact all areas of the game, continues to flourish. The program impacts more than four thousand players as well as coaches and referees. The Academy staff monitors a number of on-field program metrics such as Nike SPARQ training, ProZone Video Analysis, Gatorade fluid loss testing, player assessments and club evaluations. Efficiencies in operations have reduced overall program expenses over the years. The FY'13 budgeted spend is \$2,651,103, which includes an expanded investment in girl's development programming.

The Youth Technical Director, Technical Advisors and Scouting departments continue their commitments to further enhance our player development through new educational curriculums, Market Training Center evaluations, assisting with national coaching schools and improving the Development Academy club environment. Combined budgeted spend for FY'13 is \$1,818,906.

IV. Conclusion – FY'13 and Beyond

In 2007, we presented a five-year investment model which included deficit positions for each of the five upcoming fiscal years. However, despite the economic downturn, we have operated at a near recession-proof pace. Current negative market performance has resulted in our investments decreasing only (2.9%) fiscal year to date due to our conservative investment policy. We continue to review this model with an investment approach that ensures financial longevity and sustainability while supporting organizational growth. Our current operating strategy involves investing now for the future of our sport, which results in a near-term deficit financial position that requires diligent cost controls and oversight.

We believe that our commitment today to both programming and personnel will increase the overall value of our core property, and in turn increase future revenue opportunities.

The FY'13 Budget, including both Operating and Non-Operating activity, results in a deficit position of (\$6,575,609). We ask the Budget Committee and Board of Directors to review and approve as presented.

**U.S. Soccer Federation
FY'13 Budget
Summary**

	A	B	C	D	E	F	G
	FY'10	FY'11		FY'12		FY'13	FY'13 v FY'12
	Actuals	Actuals	Budget	Projected	Variance	BUDGET	Variance
Revenues							
Registration	5,915,046	5,773,418	5,799,232	5,559,560	(239,673)	5,715,812	156,252
Sponsorship	13,450,537	15,327,109	17,785,548	18,264,881	479,333	18,347,638	82,757
NT, NT Games and Int. Games	14,872,114	36,253,171	17,634,025	17,808,103	174,078	14,710,370	(3,097,733)
Referee	3,036,491	3,144,478	2,805,650	2,869,469	63,819	2,987,874	118,405
Coaching	1,259,140	1,186,568	1,164,290	1,149,500	(14,790)	1,544,617	395,117
Services	41,752	44,225	49,490	30,069	(19,421)	53,500	23,431
Other Designated Revenue	717,851	1,463,304	850,000	876,250	26,250	955,000	78,750
Other Revenue	663,279	386,732	230,000	585,085	355,085	463,866	(121,219)
Total Revenue	39,956,210	63,579,005	46,318,235	47,142,917	824,681	44,778,677	(2,364,240)
Expenses							
Committees, BOD and AGM	539,263	598,972	798,343	776,473	21,870	1,043,325	(266,852)
General & Administrative	6,357,173	13,194,665	7,452,924	8,783,712	(1,330,788)	7,127,726	1,655,986
NT, NT Games and Int. Games	18,055,682	31,620,984	22,828,761	24,869,328	(2,040,567)	25,257,313	(387,985)
Player Development	11,657,776	12,241,529	14,991,345	13,380,661	1,610,684	13,174,377	206,285
National Training Center Operations	465,339	353,601	391,559	399,256	(7,697)	395,841	3,415
Referee	2,243,017	2,217,492	2,526,811	2,684,048	(157,237)	3,823,091	(1,139,043)
Coaching	1,348,151	1,160,385	1,317,375	1,328,425	(11,050)	1,701,008	(372,584)
Marketing, Sponsorship and Broadcasting	399,214	558,928	1,215,525	1,030,179	185,346	1,089,320	(59,141)
Total Expenses	41,065,616	61,946,557	51,522,642	53,252,082	(1,729,440)	53,612,002	(359,920)
Surplus/(Deficit)	(1,109,405)	1,632,448	(5,204,407)	(6,109,165)	(904,758)	(8,833,325)	(2,724,160)
Non-Operating, Non-Cash Summary REVENUE							
Interest/Investment Income	4,623,599	3,236,281	1,594,540	986,963	(607,577)	1,424,355	437,392
Designated Revenue	750,000	875,001	1,250,000	1,250,000	-	1,500,000	250,000
Nike Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-
	6,932,098	6,362,644	4,594,540	3,986,963	(607,577)	4,674,355	687,392
EXPENSES							
Capital Expenditures	256,617	274,656	274,661	274,659	2	274,661	(2)
Depreciation	71,024	101,742	102,000	114,673	(12,673)	118,800	(4,127)
NTC Amortization Expense	273,203	273,393	264,178	272,644	(8,466)	273,178	(534)
Year End Adjustments	318,049	133,357	-	-	-	-	-
Nike Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-
	2,477,392	3,034,510	2,390,839	2,411,976	(21,137)	2,416,639	(4,663)
Surplus/(Deficit)-Non-Operating	4,454,706	3,328,134	2,203,701	1,574,987	(628,714)	2,257,716	682,729
Surplus/(Deficit)- All Inclusive	3,345,300	4,960,581	(3,000,706)	(4,534,178)	(1,533,472)	(6,575,609)	(2,041,431)

U.S. Soccer Federation
FY'13 Budget - NT Impact
Summary

	A	B	C	D	E	F	G
	FY'10	FY'11		FY'12		FY'13	FY'13 v FY'12
	Actuals	Actuals	Budget	Projected	Variance	BUDGET	Variance
Revenues							
Registration	5,915,046	5,773,418	5,799,232	5,559,560	(239,673)	5,715,812	156,252
Sponsorship	13,450,537	15,327,109	17,785,548	18,264,881	479,333	18,347,638	82,757
Int. Games, Open Cup	3,143,396	3,476,386	3,933,950	4,704,988	771,038	3,071,950	(1,633,038)
Referee	3,036,491	3,144,478	2,805,650	2,869,469	63,819	2,987,874	118,405
Coaching	1,259,140	1,186,568	1,164,290	1,149,500	(14,790)	1,544,617	395,117
Services	41,752	44,225	49,490	30,069	(19,421)	53,500	23,431
Other Designated Revenue	717,851	1,463,304	850,000	876,250	26,250	955,000	78,750
Other Revenue	663,279	386,732	230,000	585,085	355,085	463,866	(121,219)
Total Revenue	28,227,492	30,802,220	32,618,160	34,039,802	1,421,641	33,140,257	(899,545)
Expenses							
Committees, BOD and AGM	539,263	598,972	798,343	776,473	21,870	1,043,325	(266,852)
General & Administrative	6,357,173	13,194,665	7,452,924	8,783,712	(1,330,788)	7,127,726	1,655,986
NT Admin, Open Cup, Int. Games, Other NT	3,101,719	3,775,410	3,921,822	5,820,628	(1,898,806)	6,567,856	(747,228)
Player Development	11,657,776	12,241,529	14,991,345	13,380,661	1,610,684	13,174,377	206,285
National Training Center Operations	465,339	353,601	391,559	399,256	(7,697)	395,841	3,415
Referee	2,243,017	2,217,492	2,526,811	2,684,048	(157,237)	3,823,091	(1,139,043)
Coaching	1,348,151	1,160,385	1,317,375	1,328,425	(11,050)	1,701,008	(372,584)
Marketing, Sponsorship and Broadcasting	399,214	558,928	1,215,525	1,030,179	185,346	1,089,320	(59,141)
Total Expenses	26,111,652	34,100,983	32,615,703	34,203,382	(1,587,678)	34,922,545	(719,163)
Surplus/(Deficit) - Operating	2,115,840	(3,298,763)	2,457	(163,580)	(166,037)	(1,782,288)	(1,618,708)
National Team Revenues							
Men's National Team	10,870,352	19,264,671	11,259,500	9,097,812	(2,161,688)	6,539,000	(2,558,812)
Men's National Team World Cup	-	12,455,539	-	-	-	-	-
Women's National Team	858,367	1,056,575	1,421,500	2,454,567	1,033,067	5,099,420	2,644,853
Women's National Team World Cup	-	-	1,019,075	1,550,736	531,661	-	(1,550,736)
Total National Team Revenue	11,728,718	32,776,785	13,700,075	13,103,115	(596,960)	11,638,420	(1,464,695)
National Team Expenses							
Men's National Team	9,907,028	13,651,221	11,030,564	10,953,581	76,983	9,605,280	1,348,301
Men's National Team World Cup	1,712,464	9,628,427	-	-	-	-	-
Women's National Team	3,334,472	4,300,690	5,349,686	5,042,792	306,894	9,084,177	(4,041,385)
Women's National Team World Cup	-	265,236	2,526,689	3,052,327	(525,638)	-	3,052,327
Total National Team Expenses	14,953,963	27,845,574	18,906,939	19,048,700	(141,761)	18,689,457	359,243
Surplus/(Deficit) - National Teams	(3,225,245)	4,931,211	(5,206,864)	(5,945,585)	(738,721)	(7,051,037)	(1,105,452)
Non-Operating Revenues	6,932,098	6,362,644	4,594,540	3,986,963	(607,577)	4,674,355	687,392
Non-Operating Expenses	2,477,392	3,034,510	2,390,839	2,411,976	(21,137)	2,416,639	(4,663)
Surplus/(Deficit)-Non-Operating	4,454,706	3,328,134	2,203,701	1,574,987	(628,714)	2,257,716	682,729
Surplus/(Deficit)- All Inclusive	3,345,300	4,960,581	(3,000,706)	(4,534,178)	(1,533,472)	(6,575,609)	(2,041,431)

1 U.S. Soccer Federation														
2 FY'13 Budget														
3 Source and Use of Funds														
4														
			A		B		C		D		E		F	
			FY'12 Projected			FY'13 Budget								
			Revenue	Expense	Profit/(Loss)	Revenue	Expense	Profit/(Loss)	Revenue	Expense	Profit/(Loss)	Revenue	Expense	Profit/(Loss)
5 Federation Requirements														
6	Registration		5,559,560	-	5,559,560	5,715,812	-	5,715,812						
7	International Game Approval/Clearance		2,759,313	2,731,529	27,784	2,681,000	1,050,000	1,631,000						
8	Public Relations		-	-	-	-	-	-						
9	Miscellaneous		280,085	-	280,085	156,866	-	156,866						
10	Sales Merchandise & Publications		175,000	-	175,000	175,000	-	175,000						
11	Membership Services		22,069	-	22,069	26,000	-	26,000						
12	Annual General Meeting		8,000	359,075	(351,075)	27,500	373,660	(346,160)						
13	General and Administrative		-	6,052,183	(6,052,183)	-	6,077,726	(6,077,726)						
14	Hall of Fame		-	43,000	(43,000)	-	50,460	(50,460)						
15	BOD		-	151,405	(151,405)	-	93,730	(93,730)						
16	Committees, Elected Officials and Special Mtgs.		-	222,993	(222,993)	-	525,475	(525,475)						
17	Coaching Programs		1,149,500	1,328,425	(178,925)	1,544,617	1,701,008	(156,391)						
18	Referee Program		2,869,469	2,684,048	185,421	2,987,874	3,823,091	(835,217)						
19	Total		12,822,996	13,572,658	(749,662)	13,314,669	13,695,151	(380,481)						
20 Operating Priorities/Core Competencies														
21 National Teams and Events														
22	MNT Events		9,097,812	10,953,581	(1,855,769)	6,539,000	9,605,280	(3,066,280)						
23	US Cup		-	-	-	-	-	-						
24	WNT Events		2,454,567	5,042,792	(2,588,225)	5,099,420	9,084,177	(3,984,757)						
25	Open Cup		433,830	330,450	103,380	390,950	399,065	(8,115)						
26	World Cup		-	-	-	-	-	-						
27	Women's World Cup		1,550,736	3,052,327	(1,501,591)	-	-	-						
28	Other National Teams		-	422,677	(422,677)	-	490,503	(490,503)						
29	National Teams Administration		-	4,624,664	(4,624,664)	-	5,191,341	(5,191,341)						
30	Event Management		-	442,837	(442,837)	-	486,946	(486,946)						
31	Grants & Contributions - USOC, Misc.		-	-	-	-	-	-						
32	Total		13,536,945	24,869,328	(11,332,383)	12,029,370	25,257,313	(13,227,943)						
33 Marketing/Marketing Support														
34	Marketing, Sponsorship and Broadcast		12,414,881	1,030,179	11,384,702	12,497,638	1,089,320	11,408,318						
35	Total		25,951,826	25,899,507	52,319	24,527,008	26,346,633	(1,819,626)						
36 Restricted Areas of Operations - Player Development														
37	Designated Sponsorship Revenue		5,850,000	-	5,850,000	5,850,000	-	5,850,000						
38	Other Designated Revenue		876,250	-	876,250	955,000	-	955,000						
39	National Training Center Operations		-	399,256	(399,256)	-	395,841	(395,841)						
40	Youth Qualifying Tournament		1,511,845	905,023	606,822	-	-	-						
41	Development Academy		130,000	2,290,915	(2,160,915)	132,000	2,651,103	(2,519,103)						
42	Player Development Expense		-	10,184,723	(10,184,723)	-	10,523,273	(10,523,273)						
43	Total		8,368,095	13,779,917	(5,411,822)	6,937,000	13,570,218	(6,633,218)						
45	Total Source and Use of Funds		47,142,917	53,252,082	(6,109,165)	44,778,677	53,612,002	(8,833,325)						
46														
47 NIKE Equipment Allotment - Non-cash Item														
48	NIKE Equipment Allotment		1,625,000	1,625,000	-	1,750,000	1,750,000	-						
49	Total Source and Use of Funds		48,767,917	54,877,082	(6,109,165)	46,528,677	55,362,002	(8,833,325)						

U.S. Soccer Federation
FY'13 Budget
Revenue Summary

	FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Revenue							
Registration	5,915,046	5,773,418	5,799,232	5,559,560	(239,673)	5,715,812	156,252
Sponsorship	13,450,537	15,327,109	17,785,548	18,264,881	479,333	18,347,638	82,757
NT, NT Games and Int. Games	14,872,114	36,253,171	17,634,025	17,808,103	174,078	14,710,370	(3,097,733)
Referee	3,036,491	3,144,478	2,805,650	2,869,469	63,819	2,987,874	118,405
Coaching	1,259,140	1,186,568	1,164,290	1,149,500	(14,790)	1,544,617	395,117
Services	41,752	44,225	49,490	30,069	(19,421)	53,500	23,431
Other Designated Revenue	717,851	1,463,304	850,000	876,250	26,250	955,000	78,750
Other Revenue	663,279	386,732	230,000	585,085	355,085	463,866	(121,219)
	39,956,210	63,579,005	46,318,235	47,142,917	824,681	44,778,680	(2,364,240)
Interest/Investment Income	4,623,599	3,236,281	1,594,540	986,963	(607,577)	1,424,355	437,392
Designated Revenue	750,000	875,001	1,250,000	1,250,000	-	1,500,000	250,000
Nike Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-
	6,932,098	6,362,644	4,594,540	3,986,963	(607,577)	4,674,355	687,392

U.S. Soccer Federation
 FY'13 Budget
 Expense Summary

	FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Expense Summary							
AGM, BOD, Comm. and Elected Officials	539,263	598,972	798,343	776,473	21,870	1,043,325	(266,852)
General & Administrative	6,357,173	13,194,665	7,452,924	8,783,712	(1,330,788)	7,127,726	1,655,986
NT, NT Games and Int. Games	18,055,682	31,620,984	22,828,761	24,869,328	(2,040,567)	25,257,313	(387,985)
Player Development	8,353,127	8,814,445	12,731,186	11,089,746	1,641,440	10,523,273	566,473
Development Academy	3,304,649	3,427,084	2,260,159	2,290,915	(30,756)	2,651,103	(360,188)
National Training Center	465,339	353,601	391,559	399,256	(7,697)	395,841	3,415
Referee	2,243,017	2,217,492	2,526,811	2,684,048	(157,237)	3,823,091	(1,139,043)
Coaching	1,348,151	1,160,385	1,317,375	1,328,425	(11,050)	1,701,008	(372,584)
Sponsorship, Marketing and Broadcasting	399,214	558,928	1,215,525	1,030,179	185,346	1,089,320	(59,141)
	41,065,616	61,946,557	51,522,642	53,252,082	(1,729,440)	53,612,002	(359,920)
Capital Improvements	256,617	274,656	274,661	274,659	2	274,661	(2)
Year End Adjustments	318,049	133,357	-	-	-	-	-
NTC Amortization Expense	273,203	273,393	264,178	272,644	(8,466)	273,178	(534)
Depreciation	71,024	101,742	102,000	114,673	(12,673)	118,800	(4,127)
Nike Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-
	2,477,392	3,034,510	2,390,839	2,411,976	(21,137)	2,416,639	(4,663)

U.S. Soccer Federation
FY'13 Budget
Cash Flow Summary

	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	FY'13 Budget
Revenue													
Registration	1,493,728	167,553	259,243	486,475	401,120	401,355	699,430	500,278	479,865	295,354	304,842	226,568	5,715,812
Sponsorship	1,458,963	1,470,085	1,469,386	1,461,023	1,453,105	1,805,164	1,453,471	1,452,098	1,452,189	1,528,398	1,493,398	1,850,355	18,347,638
NT, NT Games and Int. Games	80,160	448,750	4,468,350	698,400	868,200	2,272,270	1,947,300	1,289,320	687,730	282,300	173,840	1,493,750	14,710,373
Referee	453,429	453,184	423,584	306,126	190,492	216,331	198,294	191,768	220,260	173,078	127,969	33,360	2,987,874
Coaching	201,943	34,993	395,159	71,159	14,443	14,443	34,993	46,843	94,443	478,759	134,443	22,993	1,544,617
Services	3,484	3,484	3,484	3,484	3,484	1,226	1,226	1,226	1,226	12,226	17,726	1,226	53,500
Other Designated Revenue	55,225	55,225	117,725	76,375	55,225	117,725	55,225	76,375	117,725	55,225	55,225	117,725	955,000
Other Revenue	131,700	6,500	27,000	31,800	6,500	27,000	31,800	6,500	28,100	31,500	33,366	102,100	463,866
Total Revenue	3,878,632	2,639,775	7,163,931	3,134,843	2,992,569	4,855,515	4,421,739	3,564,408	3,081,538	2,856,840	2,340,809	3,848,077	44,778,677
AGM, BOD, Comm. and Elected Officials													
AGM, BOD, Comm. and Elected Officials	117,905	18,335	110,675	15,185	47,645	24,610	25,225	70,325	49,555	38,440	166,260	359,165	1,043,325
General & Administrative	750,868	763,014	790,123	654,526	573,202	548,915	479,676	485,642	482,228	514,546	504,577	580,408	7,127,726
NT, NT Games and Int. Games	970,611	1,211,347	4,606,122	1,206,929	2,832,038	3,093,763	3,027,853	2,158,765	1,331,328	1,287,341	1,319,027	2,212,189	25,257,313
World Cup	-	-	-	-	-	-	-	-	-	-	-	-	-
Women's World Cup	-	-	-	-	-	-	-	-	-	-	-	-	-
Player Development	750,247	1,005,751	1,045,469	1,117,258	1,187,707	824,830	580,262	702,325	711,834	1,027,227	771,610	798,754	10,523,273
Development Academy	127,025	127,815	361,809	784,370	83,125	102,875	111,730	142,960	468,184	88,750	141,230	111,230	2,651,103
National Training Center	30,089	35,509	30,389	30,039	33,749	31,404	30,189	31,764	39,564	39,319	31,929	31,899	395,841
Referee	323,643	265,589	395,431	440,605	284,083	260,909	290,355	261,850	290,835	333,512	352,278	324,001	3,823,091
Coaching	190,987	66,527	348,586	106,573	37,653	61,793	122,725	82,212	133,170	370,365	63,593	116,823	1,701,008
Services	-	-	-	-	-	-	-	-	-	-	-	-	-
Sponsorship, Marketing and Broadcast	78,437	101,907	101,180	97,134	101,785	103,147	85,297	78,380	72,260	100,589	77,300	91,905	1,089,320
Total Projected Cash Requirement	3,339,812	3,595,795	7,789,784	4,452,619	5,180,987	5,052,247	4,753,311	4,014,223	3,578,958	3,800,089	3,427,804	4,626,374	53,612,002
Net Surplus/(Deficit)	538,821	(956,019)	(625,852)	(1,317,776)	(2,188,418)	(196,732)	(331,572)	(449,815)	(497,420)	(943,249)	(1,086,995)	(778,296)	(8,833,325)
Non-Operating items													
Interest/Investment Income	118,696	118,696	118,696	118,696	118,696	118,696	118,696	118,696	118,696	118,696	118,696	118,696	1,424,355
Capital Improvements	22,888	22,888	22,888	22,888	22,888	22,888	22,888	22,888	22,888	22,888	22,888	22,888	274,661
Total Non-Operating items	95,808	95,808	95,808	95,808	95,808	95,808	95,808	95,808	95,808	95,808	95,808	95,808	1,149,694
	634,628	(860,211)	(530,045)	(1,221,969)	(2,092,610)	(100,924)	(235,764)	(354,007)	(401,612)	(847,441)	(991,187)	(682,489)	(7,683,631)
Draw on Reserve	-	(860,211)	(530,045)	(1,221,969)	(2,092,610)	(100,924)	(235,764)	(354,007)	(401,612)	(847,441)	(991,187)	(682,489)	
Deposit into Reserve	634,628	-	-	-	-	-	-	-	-	-	-	-	
Annual Reserve Draws/Deposits	634,628	(225,583)	(755,628)	(1,977,596)	(4,070,206)	(4,171,130)	(4,406,895)	(4,760,902)	(5,162,514)	(6,009,955)	(7,001,142)	(7,683,631)	

1 U.S. Soccer Federation

2 FY'13 Budget

3 Revenue Detail

4		FY'10	FY'11	FY'12		FY'13	FY'13 v FY'12	
5	Registration	Actual	Actual	Budget	Projected	Variance	Budget	Variance
6	I 01 Player Registration-USASA	465,856	535,950	490,755	400,378	(90,377)	485,000	84,622
7	I 02 Player Registration-US Youth Soccer	3,273,794	3,025,417	3,060,000	2,860,827	(199,173)	2,910,000	49,173
8	I 03 Player Registration-AYSO	568,148	560,080	560,000	552,051	(7,949)	560,000	7,949
9	I 04 Player Registration-SAY	135,368	100,264	125,000	105,809	(19,191)	110,000	4,191
10	I 05 Player Registration-FUTSAL	-	-	-	-	-	-	-
11	I 06 Player Registration-Y-LEAGUE	22,768	23,258	23,000	23,000	-	13,000	(10,000)
12	I 20 Affiliate Members Registrations	4,000	2,000	4,000	2,000	(2,000)	2,000	-
13	I 21 Professional Fees- D2 League	106,667	106,668	106,667	106,667	-	106,667	-
14	I 23 Professional Fees-MLS	500,000	530,000	590,000	590,000	-	620,000	30,000
15	I 24 Player Registration-Club Soccer	264,873	298,250	270,000	356,223	86,223	360,000	3,777
16	I 25 Professional Fees- D3 & Other	103,150	104,492	103,150	103,150	-	83,150	(20,000)
17	I 32 Professional Fees - Women's Pro	350,000	350,000	350,000	350,000	-	350,000	-
18	I 26 ProAm Players	7,680	8,410	7,000	10,710	3,710	7,000	(3,710)
19	I 27 Pro League Registration	79,254	77,326	78,660	71,994	(6,666)	73,995	2,001
20	I 28 Player Registration-United Sport Spec Assn.	33,488	51,303	31,000	26,751	(4,249)	35,000	8,249
21	I 30 Major Indoor Soccer League	-	-	-	-	-	-	-
22		5,915,046	5,773,418	5,799,232	5,559,560	(239,673)	5,715,812	156,252
23								
24	Sponsorship							
25	I 11 Mktg./Sponsorship/TV/Licensing	9,325,534	11,389,609	11,935,548	12,414,881	479,333	12,497,638	82,757
26	I 98 Designated Sponsorship Revenue	4,125,003	3,937,500	5,850,000	5,850,000	-	5,850,000	-
27		13,450,537	15,327,109	17,785,548	18,264,881	479,333	18,347,638	82,757
28								
29	NT, NT Games and Int. Games							
30	I 10 US Cup	-	-	-	-	-	-	-
31	I 18 MNT Event Revenue	10,870,352	19,264,671	11,259,500	9,097,812	(2,161,688)	6,539,000	(2,558,812)
32	NG 03 MNT Non Game Revenue	-	-	-	-	-	-	-
33	NG 03 MNT Non-game Activity	-	-	-	-	-	-	-
34	NG 02 2010 World Cup	-	12,455,539	-	-	-	-	-
35	WE 99 WNT Games	858,367	1,056,575	1,421,500	2,454,567	1,033,067	5,099,420	2,644,853
36	WG 03 World Cup WNT Event Revenue	-	-	1,019,075	1,550,736	531,661	-	(1,550,736)
37	I 07 Int'l Games Sanction Fees	2,694,442	2,717,796	2,178,000	2,759,313	581,313	2,681,000	(78,313)
38	I 29 Open Cup	404,705	442,772	335,950	433,830	97,880	390,950	(42,880)
39	NT 08 USSF D2	44,249	315,818	-	-	-	-	-
40	OT 15 Youth Qualifying Tournament	-	-	1,420,000	1,511,845	91,845	-	(1,511,845)
41		14,872,114	36,253,171	17,634,025	17,808,103	174,078	14,710,370	(3,097,733)
42								
43	Referee and Coaching							
44	I 8 Coaching Programs	1,259,140	1,186,568	1,164,290	1,149,500	(14,790)	1,544,617	395,117
45	I 9 Referee Program	3,036,491	3,144,478	2,805,650	2,869,469	63,819	2,987,874	118,405
46		4,295,631	4,331,046	3,969,940	4,018,969	49,029	4,532,491	513,522
47								
48	Services							
49	I 17 Membership Services	18,970	30,740	26,240	22,069	(4,171)	26,000	3,931
50	I 13 Annual General Meeting	22,782	13,485	23,250	8,000	(15,250)	27,500	19,500
51		41,752	44,225	49,490	30,069	(19,421)	53,500	23,431

1 U.S. Soccer Federation
 2 FY'13 Budget
 3 Revenue Detail

4	FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 Budget	FY'13 v FY'12 Variance		
52	Other Designated Revenue								
53	I 97	Other Designated Revenue	717,851	1,463,304	850,000	876,250	26,250	955,000	78,750
54									
55									
56	Other Revenue								
57	I 12	Grants & Contributions	225,600	-	-	-	-	-	-
58	I 16	Public Relations	-	-	-	-	-	-	-
59	M 10	Web Store	100,559	270,297	100,000	175,000	75,000	175,000	-
	OT 16	Development Academy			-	130,000	130,000	132,000	2,000
60	A 99	Miscellaneous	337,120	116,436	130,000	280,085	150,085	156,866	(123,219)
61			663,279	386,732	230,000	585,085	355,085	463,866	(121,219)
62									
63	Total Operating Revenue		39,956,210	63,579,005	46,318,235	47,142,917	824,681	44,778,677	(2,364,240)
64									
65	Non-operating, non-cash								
66	NT 99	NIKE Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-
67	I 96	Restricted Revenue	750,000	875,001	1,250,000	1,250,000	-	1,500,000	250,000
68	I 14	Interest/Investment Income	4,623,599	3,236,281	1,594,540	986,963	(607,577)	1,424,355	437,392
69									
70	Total Non Operating Income		6,932,098	6,362,644	4,594,540	3,986,963	(607,577)	4,674,355	687,392
71									
72									
73	Total Revenue		46,888,308	69,941,648	50,912,776	51,129,880	217,104	49,453,032	(1,676,847)

U.S. Soccer Federation
FY'13 Budget
AGM, BOD, Committee and Elected Official Expense Summary

	FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 Budget	FY'13 v FY'12 Variance
Annual General Meeting							
M 2 Annual General Meeting	251,820	207,134	284,380	359,075	(74,695)	373,660	(14,585)
V 5 BOD Expenses	37,470	59,228	78,930	151,405	(72,475)	93,730	57,675
V 6 Appeals Committee	3,934	-	6,540	4,000	2,540	5,200	(1,200)
V 7 Budget Committee	695	4,759	930	5,000	(4,070)	4,970	30
V 8 Competition Committee	116	5,554	-	-	-	0	-
V 9 Credentials Committee	21	-	5,710	500	5,210	1,220	(720)
V 10 Executive Committee	0	464	-	-	-	-	-
V 11 Youth Task Force	-	-	7,135	5,000	2,135	5,975	(975)
V 12 Hall of Fame Ceremony	5,527	110,599	51,050	43,000	8,050	50,460	(7,460)
V 15 Rules Committee	102	-	5,400	3,000	2,400	3,800	(800)
V 16 Sports Medicine	4,462	6,612	8,105	5,943	2,162	11,545	(5,602)
V 18 Pro Referee Task Force	-	23,974	14,145	15,000	(855)	14,475	525
V 20 Grievance Committee	15,752	4,530	12,120	1,000	11,120	5,900	(4,900)
V 21 Governance Committee	-	-	-	-	-	0	-
V 22 Diversity Committee	176	-	1,120	1,000	120	500	500
V 26 Disabled Soccer Committee	1,939	1,943	4,970	1,200	3,770	1,555	(355)
V 23 International Relations	9,953	5,388	102,400	2,500	99,900	25,000	(22,500)
V 24 Adult Council	-	362	-	-	-	0	-
V 27 Women's Technical Committee	-	17,260	-	20,000	(20,000)	18,880	1,120
V 28 Technical Committee	31,691	8,391	62,240	15,000	47,240	16,000	(1,000)
V 29 Werner Fricker Committee	-	-	-	350	-	350	-
V 30 Professional League Task Force	-	-	-	500	-	500	-
V 31 Professional League Standards Task Force	-	-	-	500	-	500	-
V 32 Life Member Task Force	-	-	-	500	-	1,500	(1,000)
V 34 Centennial Committee	-	-	-	-	-	250,000	(250,000)
	74,368	189,836	281,865	123,993	159,722	418,330	(294,337)
V 1 Office of the President	163,360	118,965	124,030	115,000	9,030	124,030	(9,030)
V 2 Office of the Vice-President	12,138	14,465	13,500	10,000	3,500	13,500	(3,500)
V 3 Office of the Treasurer	0	-	-	3,000	(3,000)	4,425	(1,425)
V 4 Office of the Past President	-	-	-	-	-	-	-
	175,498	133,430	137,530	128,000	9,530	141,955	(13,955)
S 18 Athlete's Meeting	107	9,345	15,638	14,000	1,638	15,650	(1,650)
	107	9,345	15,638	14,000	1,638	15,650	(1,650)
Total AGM, BOD, Committee & EO Summary	539,263	598,972	798,343	776,473	23,720	1,043,325	(266,852)

U.S. Soccer Federation
 FY'13 Budget
 General and Administrative Expense Summary

		FY'10 Actual	FY '11 Actuals	Budget	FY'12 Projected	Variance	FY'13 Budget	FY'13 v FY'12 Variance
General & Administrative								
A	1	1,176,090	1,241,786	956,960	1,167,826	(210,866)	976,434	191,392
A	2	521,852	475,559	504,210	519,001	(14,791)	541,359	(22,358)
A	3	543,484	544,176	606,042	509,029	97,013	544,068	(35,039)
A	4	1,163,008	896,917	1,204,264	1,197,079	7,185	1,264,162	(67,083)
A	5	243,401	166,650	152,997	145,680	7,317	160,068	(14,388)
A	6	85,048	77,930	125,510	-	125,510	-	-
A	7	79,157	57,315	107,300	94,765	12,535	127,300	(32,535)
A	8	51,000	51,000	60,000	59,500	500	51,000	8,500
A	99	82,781	1,819	31,000	26,017	4,983	21,800	4,217
	Total	3,945,820	3,513,151	3,748,283	3,718,897	29,386	3,686,191	32,706
G	1	930,010	922,697	1,049,499	1,163,681	(114,182)	1,167,194	(3,513)
G	2	33,258	19,914	35,534	11,804	23,730	23,734	(11,930)
G	3	384,549	419,239	457,342	428,902	28,440	436,805	(7,903)
G	4	151,771	324,928	210,000	200,000	10,000	210,000	(10,000)
	Total	1,499,588	1,686,779	1,752,375	1,804,387	(52,012)	1,837,733	(33,346)
S	1	2,000	-	2,500	2,500	-	2,500	-
S	2	455,898	544,165	486,210	502,842	(16,632)	527,746	(24,904)
S	3	23,559	23,722	23,556	23,557	(1)	23,556	1
	Total	481,457	567,887	512,266	528,899	(16,633)	553,802	(24,903)
S	16	11,660	-	-	-	-	-	-
I	7	418,648	2,950,762	1,440,000	2,731,529	(1,291,529)	1,050,000	1,681,529
	Total	418,648	2,950,762	1,440,000	2,731,529	(1,291,529)	1,050,000	1,681,529
S	7	-	4,476,086	-	-	-	-	-
	Total G&A Expense	6,357,173	13,194,665	7,452,924	8,783,712	(1,330,788)	7,127,726	1,655,986
Non-Operating Expenses								
S	5	71,024	101,742	102,000	114,673	(12,673)	118,800	(4,127)
S	6	273,203	273,393	264,178	272,644	(8,466)	273,178	(534)
Z	1	256,617	274,656	274,661	274,659	2	274,661	(2)

**U.S. Soccer Federation
FY'13 Budget
National Teams Expense Summary**

		FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance	
NT	1	MNT Administration	131,254	120,771	114,855	162,959	(48,104)	118,856	44,103
NT	4	Coaching	1,724,586	2,085,599	2,368,981	4,304,990	(1,936,009)	4,939,460	(634,470)
OT	9	Women's National Team	144,959	138,288	154,387	156,715	(2,328)	133,025	23,690
Total		2,000,799	2,344,657	2,638,223	4,624,664	(1,986,441)	5,191,341	(566,677)	
National Team Events									
NT	7	Event Management	409,258	431,526	472,731	442,837	29,894	486,946	(44,109)
		409,258	431,526	472,731	442,837	29,894	486,946	(44,109)	
US Cup									
NT	10	US Cup Tournament (Team)	-	-	-	-	-	-	-
NE	10	US Cup Tournament (Event)	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-
Open Cup									
S	31	US Open Cup	429,963	371,151	438,065	330,450	107,615	399,065	(68,615)
		473,762	665,286	438,065	330,450	107,615	399,065	(68,615)	
Men's National Team Game Expense									
NE	1	MNT - Event Expense	1,844,725	3,010,875	4,420,252	5,113,952	(693,700)	2,547,087	2,566,865
NG	3	MNT Non-Game Team Expense	257,763	125,850	351,000	633,912	(282,912)	-	633,912
NG	1	MNT - Team Expense	7,804,539	10,514,496	6,259,312	5,205,717	1,053,595	7,058,193	(1,852,476)
		9,907,028	13,651,221	11,030,564	10,953,581	76,983	9,605,280	1,348,301	
Men's National Team World Cup Expense									
NG	02	2010 World Cup Expense	1,712,464	9,628,427	-	-	-	-	-
		1,712,464	9,628,427	-	-	-	-	-	
Women's National Team									
WG	99	WNT - Team Expense	1,409,107	2,066,718	2,549,315	2,342,631	206,684	5,555,826	(3,213,195)
WG	1	WNT Non-Game Team Expense	1,477,326	1,607,423	1,564,395	1,471,966	92,429	1,359,081	112,885
WE	99	WNT - Event Expense	448,038	626,549	1,235,976	1,228,195	7,781	2,169,270	(941,075)
		3,334,472	4,300,690	5,349,686	5,042,792	306,894	9,084,177	(4,041,385)	
Women's National Team World Cup Expense									
WG	3	WNT-Team Expense	-	265,236	2,526,689	3,052,327	(525,638)	-	3,052,327
WE	3	Non-Team Expense	-	-	-	-	-	-	-
		-	265,236	2,526,689	3,052,327	(525,638)	-	3,052,327	
Other National Teams									
NT	2	FUTSAL	-	-	128,243	133,663	(5,419)	238,050	(104,387)
NT	3	Paralympic National Team	154,665	208,968	162,225	242,648	(80,423)	224,245	18,403
NT	5	Beach Soccer	63,235	124,973	82,335	46,366	35,969	28,208	18,158
		217,900	333,941	372,804	422,677	(49,873)	490,503	(67,826)	
Total National Teams Expense		18,055,682	31,620,984	22,828,761	24,869,328	(2,040,567)	25,257,313	(387,985)	
Non-Cash Expense									
NT	99	Nike Equipment Allotment	1,558,499	2,251,362	1,750,000	1,750,000	-	1,750,000	-

U.S. Soccer Federation
FY'13 Budget
Player Development

			FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Player Development									
Youth Teams									
OT	01	Youth Teams Administration	558,529	635,639	600,043	643,188	(43,145)	590,489	52,698
OT	02	Youth National Team Coaches	756,273	808,410	1,132,719	1,009,232	123,487	999,480	9,752
Mens Teams									
OT	20	U-14 Boys	525,924	508,314	509,371	495,302	14,069	489,057	6,245
OT	10	U-15 Boys	417,030	467,758	422,293	419,239	3,055	420,643	(1,405)
OT	3	U-17 Men	2,256,802	2,303,832	2,187,201	2,034,945	152,256	1,991,373	43,572
OT	11	U-18 Men	364,156	513,690	463,298	468,630	(5,333)	478,815	(10,185)
OT	4	U-20 Men	544,788	693,475	680,621	374,165	306,456	684,696	(310,531)
OT	5	U-23 Men	17,607	(40,000)	476,069	576,568	(100,499)	512,985	63,584
			4,126,307	4,447,070	4,738,854	4,368,850	370,004	4,577,569	(208,719)
Womens Teams									
OT	20	U-14 Girls	281,758	308,760	260,382	247,711	12,671	236,955	10,756
OT	6	U-15 Girls	240,640	192,232	246,362	255,068	(8,707)	148,985	106,083
OT	12	U-17 Women	474,346	333,709	476,511	442,393	34,119	612,258	(169,865)
OT	13	U-18 Women	251,123	180,351	315,490	291,086	24,404	223,283	67,804
OT	7	U-20 Women	656,570	552,993	581,434	502,337	79,097	672,586	(170,249)
OT	8	U-21 Women	421,318	497,251	491,336	367,285	124,051	356,537	10,748
			2,325,754	2,065,295	2,371,515	2,105,881	265,634	2,250,604	(144,723)
OT	14	Medical Supplies/Embroidery	110,865	116,784	235,161	223,989	11,172	286,226	(62,237)
OT	15	Youth Qualifying Tournament	-	-	905,023	905,023	0	-	905,023
OT	18	Youth Technical Director	-	228,859	459,073	429,587	29,485	436,733	(7,145)
OT	19	Scouting	-	-	677,512	467,682	209,830	528,154	(60,472)
OT	22	Technical Advisors	475,398	512,388	1,611,286	936,314	674,972	854,019	82,295
Total Player Development			8,353,127	8,814,445	12,731,186	11,089,746	1,641,440	10,523,273	566,473
OT	16	Development Academy	3,304,649	3,427,084	2,260,159	2,290,915	(30,756)	2,651,103	(360,188)
NTC	01	National Training Center	465,339	353,601	391,559	399,256	(7,697)	395,841	3,415
Grand Total Player Development			12,123,115	12,595,130	15,382,904	13,779,917	1,633,743	13,570,218	569,887

U.S. Soccer Federation
 FY'13 Budget
 Coaching Dept and Coaching Schools Expense Summary

	FY10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Coaching Department Revenue							
I 08 Coaching Program Revenue	1,259,140	1,186,568	1,164,290	1,149,500	(14,790)	1,544,617	395,117
C 01 National Coaching Staff	273,191	279,136	291,548	267,976	23,572	381,924	(113,948)
C 03 Coaches Net	132,293	94,955	-	85,974	(85,974)	121,995	(36,021)
C 05 Coaching School Expense	929,178	751,281	859,327	836,340	22,987	1,027,608	(191,268)
C 11 Continuing Education	2,145	13,037	149,573	107,895	41,678	87,282	20,613
C 13 Printing Workbooks	11,344	21,977	16,927	30,240	(13,313)	82,200	(51,960)
Total Expense	1,348,151	1,160,385	1,317,375	1,328,425	(11,050)	1,701,008	(372,584)
Surplus/(Deficit)	(89,010)	26,182	(153,085)	(178,925)	(25,840)	(156,391)	22,533

U.S. Soccer Federation
 FY'13 Budget
 Referee Expense Summary

			FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Referee Department Revenue									
I	09	Referee Program Revenue	3,036,491	3,144,478	2,805,650	2,869,469	63,819	2,987,874	118,405
R	01	Referee Administration	946,901	776,650	857,895	659,784	198,111	736,112	(76,328)
R	02	Referee Performance	84,189	63,767	90,191	1,145,085	(1,054,894)	1,816,772	(671,687)
R	03	Referee ID & Training	92,311	75,411	74,685	346,369	(271,684)	638,876	(292,507)
R	04	Referee Education		7,349	-	532,810	(532,810)	631,332	(98,522)
R	05	Product Sales	68,017	161,022	90,940		90,940	-	-
R	06	Referee Committee	10,771	18,261	22,772		22,772	-	-
R	07	National Training for Top Level Ref.	115,778	130,519	277,773		277,773	-	-
R	08	Referee Development	107,334	94,480	75,295		75,295	-	-
R	09	Assessor Training	29,632	69,342	82,362		82,362	-	-
R	10	Educational Journal	-	-	-		-	-	-
R	11	In-service	113,212	132,727	213,122		213,122	-	-
R	12	International Referee Development	2,731	2,685	19,479		19,479	-	-
R	13	Referee Development Pro-League	672,141	685,279	722,296		722,296	-	-
Total Expense			2,243,017	2,217,492	2,526,811	2,684,048	(157,237)	3,823,091	(1,139,043)
Surplus/(Deficit)			793,473	926,986	278,839	185,421	(93,418)	(835,217)	(1,020,638)

U.S. Soccer Federation
 FY'13 Budget
 Marketing, Sponsorship and Broadcast Expense Summary

	FY'10 Actual	FY'11 Actual	Budget	FY'12 Projected	Variance	FY'13 BUDGET	FY'13 v FY'12 Variance
Marketing, Sponsorship, Broadcast Expenses							
M 6 Sponsorship/Licensing/TV	283,504	387,948	669,719	583,761	85,958	625,918	(42,157)
M 7 New Media Production	115,710	170,980	545,805	446,418	99,387	463,402	(16,984)
	399,214	558,928	1,215,525	1,030,179	185,346	1,089,320	(59,141)
Total Marketing, Sponsorship and Broadcast Expenses	399,214	558,928	1,215,525	1,030,179	185,346	1,089,320	(59,141)



Section V

Membership Changes

MEMBERSHIP APPLICATION
NORTH AMERICAN SOCCER LEAGUE



North American Soccer League

Membership Candidate as

Division II Men's Professional League Member





Introduction

The “new” North American Soccer League (NASL) kicked off its inaugural season on April 9, 2011, before enthusiastic crowds in Cary, North Carolina; Atlanta, Georgia; St. Petersburg, Florida; and Fort Lauderdale, Florida. Those Saturday evening matches drew over 16,000 fans who witnessed 10 goals and four games that were each decided by a single goal. More importantly, the opening weekend set the tone for a 2011 season that would be remembered for its professional standards and competitive play between the lines and its intimate stadiums and fan-friendly amenities surrounding the pitch.

Seven months later, after 112 regular season games and eight playoff games, the first North American Soccer League season drew to a close at the 2nd leg of the Championship Series before 6,849 fans on a rainy October night in Fort Lauderdale’s Lockhart Stadium. That evening the NSC Minnesota Stars (now Minnesota Stars FC) battled the host Strikers to a 0-0 draw to win the series 3-1 on aggregate goals and hoist the NASL’s Soccer Bowl trophy, emblematic of the league championship.

The NASL complies with the professional standards established by the U.S. Soccer Federation for a Division II Men’s Outdoor Soccer League and we believe we can benefit the USSF’s existing membership sport of soccer in the United States by further promoting the game in our home markets and providing a platform for young professionals to hone their abilities and pursue their dreams.





NASL Vision Statement

The North American Soccer League is committed to the principle that a rapidly growing number of soccer fans throughout North America and the Caribbean want to be able to see high quality professional soccer in person, at affordable prices, in a convenient and intimate setting in their home towns. There is nothing quite like the shared experience of cheering on your home team in a true soccer atmosphere.

We are equally committed to our role in the development of the sport here. The NASL is proud to give professional players a chance to play in meaningful games while fine tuning their skills and athleticism, and also to provide professional coaches and referees with the opportunity to improve their own abilities and knowledge of the game. At the same time, we want to offer the amateur players in our communities an aspirational example of the sport being played at an even higher level.

We believe that our society is increasingly diverse and multi-cultural and that the love of “the beautiful game” is one of the few common passions that can bring us together regardless of our national origin, race, religion or socio-economic background. Our teams will always reflect this new reality and our stadiums will warmly welcome all who wish to attend our matches.

Our team owners also believe in their local communities, recognizing that fan loyalty is a privilege to be earned over time by consistent hard work on and off the field, respect for the sport and our fans, and a willingness to listen to what those fans are saying.

We are certain that our sport – whether one calls it soccer, football or fútbol – will reach even greater heights over the years ahead, and the NASL intends to be at the forefront of that trend. Our league promises to be competitive, entertaining and innovative – while remaining true to the sport we love.





2011 Season

During the 2011 NASL season the eight active members teams competed in a regular season that consisted of four matches (two at home and two away) against each of the other seven teams for a total of 28 games each. The teams were ranked in a single table based on points earned from those matches (three points for each win and one point for each tie) with head-to-head record and goal differential serving as tie-breakers.

Following the conclusion of the regular season, the top six teams were seeded into a three-round, five-weekend playoff format, with the top two teams over the course of the regular season awarded byes directly into the semifinals. After two quarterfinals each consisting of a single winner-take-all match, the remaining four teams were reseeded and played two-match “home & home” semifinal series to determine the finalists who then played a two-match championship series to determine the 2011 NASL Champions. The winners of both the semifinals and finals were determined by aggregate goals over the two games played.

The eight active teams for the 2011 season were:

- Atlanta Silverbacks (Atlanta, Ga.)
- Carolina RailHawks (Cary, N.C.)
- FC Edmonton (Edmonton, Alberta, Canada)
- Fort Lauderdale Strikers (Ft. Lauderdale, Fla.)
- Montreal Impact (Montreal, Quebec, Canada)
- Minnesota Stars FC (Blaine, Minn.)
- Puerto Rico Islanders (Bayamón, Puerto Rico)
- FC Tampa Bay (St. Petersburg, Fla.)

Following is the final table for the 2011 NASL regular season, which culminated with three matches on Saturday, September 24, with FC Tampa Bay edging Fort Lauderdale for 3rd place in a head-to-head battle while Minnesota and Montreal each won road games to leave the Stars a single point ahead of the Impact for 6th place and the final playoff position:

NASL Standings	GP	W	I	L	GF	GA	PTS	GD
Carolina	28	17	3	8	50	26	54	24
P.R. Islanders	28	15	7	6	41	32	52	9
FC Tampa Bay	28	11	8	9	41	36	41	5
Ft. Lauderdale	28	9	11	8	35	36	38	-1
FC Edmonton	28	10	6	12	35	40	36	-5
NSC Minnesota	28	9	9	10	30	32	36	-2
Montreal	28	9	8	11	35	27	35	8
Atlanta	28	4	4	20	25	63	16	-38
TOTALS		84	56	84	292	292		

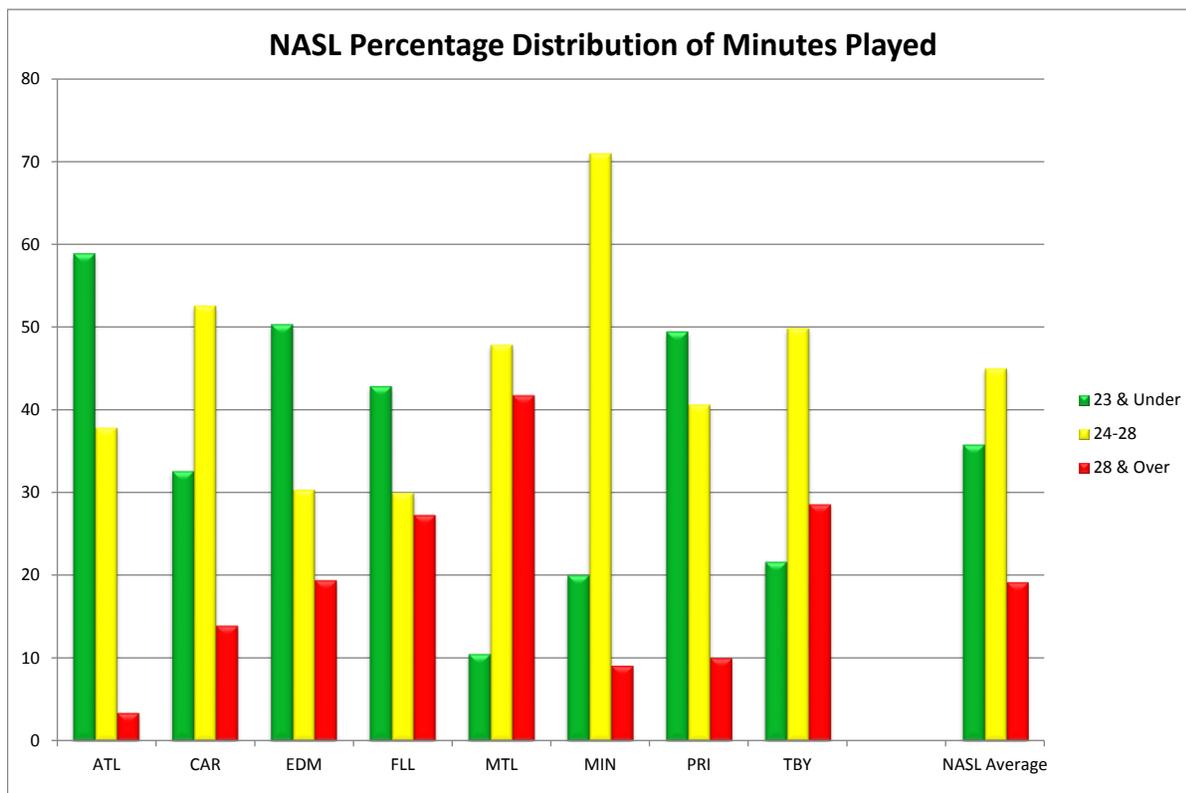
The 2011 NASL regular season was both competitive and relatively high-scoring. The 292 goals scored represent an average of 2.61 goals per game (comparable to the top leagues of Europe and to Major League Soccer). Sixty percent of all matches were decided by one goal or less (although the figure of 25% ending as ties is lower than most leagues) and only 13% were “blowouts” with margins of 3+ goals. Despite the intensity of the competition and the fast pace of play, the “fair play” record of the clubs was decent: only 3.50 yellow cards and just 0.27 red cards were issued per match.

Average reported attendance across the league during the 2011 NASL regular season was 3,770, led by the Montreal Impact which reported an average attendance of 11,507 for their 14 home matches in Saputo Stadium.





When the playoff rosters were frozen by the NASL’s competitive regulations on September 9, there were 209 active players on the rosters of the eight teams. The average age of the players in the NASL at the start of the 2011 season was 25.1, and 36% of the minutes played were earned by NASL team members aged 23 and under, while 45% of the minutes played went to players aged 24-28 (see table below for team-by-team minutes played by age).



In addition, the NASL’s teams employed another 38 professional coaches and approximately 75 full-time administrative personnel. Game-day operations accounted for over 300 temporary staff at the eight facilities used by NASL’s clubs. On August 9, 2011, the Vancouver Whitecaps of MLS announced that the then current head coach of the Carolina RailHawks, Martin Rennie, would take the reins of the Whitecaps in 2012 which further highlights the NASL’s ability to complement the professional side of the sport.

The 120 matches of the NASL regular season and playoffs also served as an opportunity for licensed officials from the USSF, Canadian Soccer Association and the Federación Puertorriqueña de Fútbol to gain valuable game experience. In all, 144 different match officials (108 from the USSF) were assigned to our matches.



2012 NASL Teams

Eight teams will participate in the upcoming 2012 NASL season, set to kick off on April 7 in Minneapolis, Fort Lauderdale, Atlanta and Bayamón. Once again the teams will compete in a single table with each team facing the other seven teams twice at home and twice away for a total of 28 regular season games for every team. The NASL Playoffs will follow the conclusion of the regular season in late September, and we anticipate few if any changes to the format used in 2011. Seven of the original NASL teams will return to the league next year but there is one change to the table in 2012: the Montreal Impact will compete in Major League Soccer (MLS) and the NASL will welcome the San Antonio Scorpions to the pitch in 2012. The eight teams competing next year are:

Atlanta Silverbacks
 Carolina RailHawks
 FC Edmonton
 Fort Lauderdale Strikers
 Minnesota Stars FC
 Puerto Rico Islanders

San Antonio Scorpions FC
 Tampa Bay Rowdies (name change)

As of January 1, 2011, each of the returning teams intend to play their home matches in the same stadiums that they played in during the 2011 season, with the exception of FC Edmonton who are currently evaluating a switch from Foote Field at the University of Alberta to Clarke Field in the downtown area of Edmonton, adjacent to Commonwealth Stadium.

The San Antonio Scorpions will play their home matches during the 2012 season at Heroes Stadium, an 11,000-seat multi-purpose athletic facility located northeast of the heart of the city. In 2013 they will move to a newly constructed 5,000-seat soccer-specific stadium on privately owned land near the South Texas Area Regional Soccer complex and Morgan's Wonderland.

Artist's rendering of the future home stadium for the San Antonio Scorpions:





NASL Youth Development

All of the teams in the NASL recognize the importance of enhancing youth soccer in their communities as a source for elite players and as a source for future adult coaches, officials and fans of the sport. Each team is free to structure its relationships with the myriad of youth clubs in the regions that they serve in the manner that they deem appropriate, ranging from operating their own development academies as Montreal and FC Edmonton have, to partnering with exclusive or multiple local area youth soccer clubs.

FC Edmonton, as a brand new club, have opted to grow its development academy from the U-10 level, bringing in new players at that age each successive season while maintaining the current academy players as they grow older. The Carolina RailHawks have official partnerships with 13 different youth soccer organizations in their community, including Raleigh-based USSF Development Academy member CASL, and also operate a RailHawks U-23 team that gives 30 college-level players a chance to play high level soccer over the summer. The Tampa Bay Rowdies for the past two years has invested more than \$65,000 in support for Maine Premier Soccer (who operate the Portland Phoenix PDL team), and has conducted numerous free clinics within the community. They are currently working with the Fort Lauderdale Strikers to jointly partner with the Florida Youth Soccer Association on a state-wide development program. The Strikers also operate camps in the Fort Lauderdale area. Minnesota Stars FC partner with Coerver to place players as coaches into 26 different camps across the state, and 14 players serve as coaches for youth clubs on a regular basis while another 17 players serve as high school coaches in

the Minneapolis-St. Paul area. Through their partnerships with the Atlanta Fire, United Football Academy and AFC Lightning the Atlanta Silverbacks donated over \$2,000 in cash via a ticket fundraising program and another \$4,000 in equipment. The Silverbacks also promoted a player during the 2011 season from their affiliated 4th division National Premier Soccer League team to the NASL club roster. On the island of Puerto Rico, the Islanders players and coaching staff have been taking soccer education into the school system, visiting 16 public schools. The players also attended over 40 youth soccer events and the club conducted one-week clinics at their home facility in June and July. In San Antonio the Scorpions will train and play on the grounds of the STAR Soccer Complex and take full advantage of the proximity to hundreds of thousands of South Texas youth players who train there regularly. The Scorpions have also committed to bringing international teams to train at STAR and will obligate those teams to run training sessions for San Antonio area coaches so they can learn how the game is taught in other parts of the world.



photo by Mike Thompson



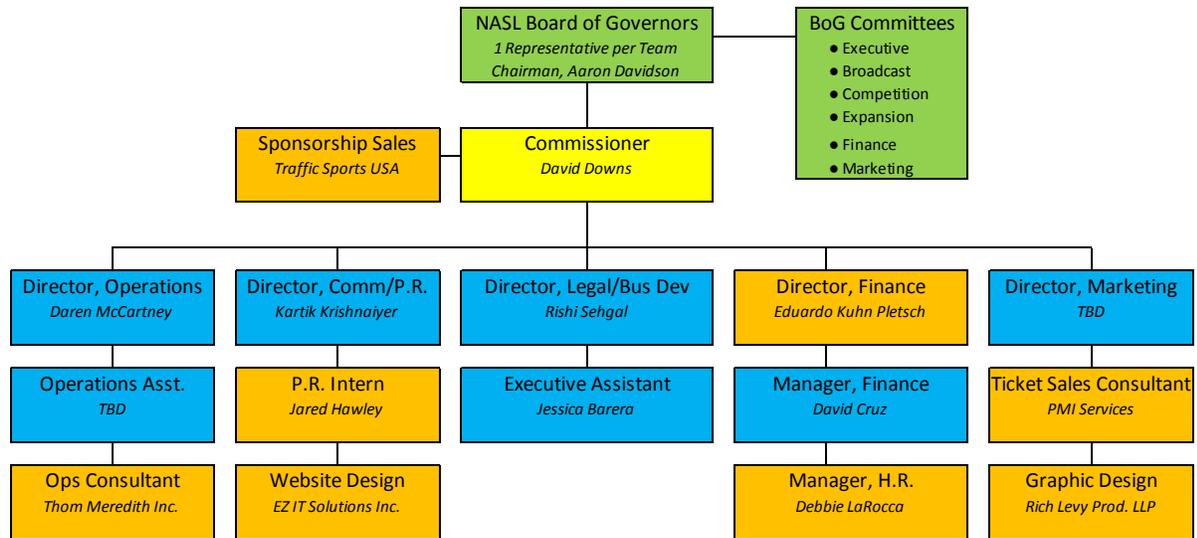
League Structure

The NASL league office, with a six-person full-time staff, oversaw the compliance with USSF professional standards, ensured the competitive integrity of the matches (including working with the appropriate governing bodies in assigning match officials), maintained the statistical records generated by NASL matches, meted out disciplinary sanctions to players and teams as appropriate, and served to market and promotion the activities and brand of the league.

David Downs, former Executive Director of USA Bid Committee Inc., was hired in March 2011 to serve as Commissioner of the league, and took office in the league’s Miami headquarters on April 4, 2011.

The league’s administrative staff serves at the pleasure and discretion of the NASL Board of Governors. Each NASL team, including teams that have officially joined the league but which are yet to play in the league competition, has an equal vote on matters determined by the Board of Governors. The Chairman of the Board of Governors is Aaron Davidson, as a representative of the ownership group of the Fort Lauderdale Strikers.

The league also employed outside consultants in the areas of graphic design, web design, ticket sales strategy and match operations.





Potential Expansion Markets

The NASL's goal in expansion of the league is to act as a complementary league and not as a competitive league to Major League Soccer. The goal of the league is to expand to at least 10 teams by the 2103 season and 12 teams by the 2014 season, and there are numerous candidate cities that perfectly fit the profile for supporting NASL teams: population base in the metropolitan statistical area of 2 million to 5 million, no current professional soccer team in Divisions I, II or III, and strong passion for the sport as demonstrated youth registration, college soccer tradition and successful hosting of exhibition matches. The table below lists the 25 top metro markets in the U.S. by population and which league, if any, serves the particular metro market (note that nine of these markets are not served by any pro league soccer teams):

Table of Metro Market Populations (as of March 2011)

Rnk	Metro Market	Population (000)	Pro Soccer Club
1	New York/No. NJ	19,200	MLS, USL Pro
2	Los Angeles	12,962	MLS, USL Pro
3	Chicago	9,674	MLS
4	Dallas/Ft. Worth	6,712	MLS
5	Houston	6,108	MLS
6	Philadelphia/Wilmington, DE	6,019	MLS
7	Atlanta	5,701	NASL
8	Miami/Ft. Lauderdale	5,620	NASL
9	Washington, DC	5,603	MLS
10	Boston	4,639	MLS
11	Phoenix	4,575	
12	San Francisco/Oakland	4,381	
13	Detroit	4,374	
14	Riverside/San Bernardino	4,281	
15	Seattle/Tacoma	3,489	MLS
16	Minneapolis/St. Paul	3,326	NASL
17	San Diego	3,102	
18	St. Louis	2,851	
19	Tampa/St. Petersburg	2,780	NASL
20	Baltimore	2,711	
21	Denver	2,633	MLS
22	Pittsburgh	2,346	USL Pro
23	Portland, OR	2,307	MLS
24	Cincinnati	2,200	
25	Sacramento	2,177	

In addition to the Ottawa team that will begin play upon completion of the renovations to the Lansdowne Park complex, the NASL is currently engaged in discussions with potential team owners in several U.S. cities hoping to begin play in the 2013 season. It is the intention of the league to compete with a minimum of 10 teams during the 2013 season and a minimum of 12 teams during the 2014 season, with a long-range goal of 16 to 20 teams by the 2019 season. Representatives from the following markets have initiated the process of expansion team applications as of October 15, 2011:

Austin, Texas; Charlotte, North Carolina; Detroit, Michigan; Indianapolis, Indiana; Las Vegas, Nevada; Lehigh Valley, Pennsylvania; Loudoun County, Virginia; New York, New York; Phoenix, Arizona; Sacramento, California; San Diego, California; Tucson, Arizona.



Conclusion

The inaugural NASL season in 2011 accomplished many things, not the least of which was to establish our credibility as a sports league by playing entertaining, professional soccer in well-managed facilities in front of enthusiastic and diverse crowds. Based on the athleticism, technical skill and intelligence of play across the league, there appears to be no shortage of capable players and coaches eager to pursue their dreams here in North America at the professional level. Our objectives are to further narrow the gap between Division I and Division II on the pitch while also narrowing the commercial gap in off the pitch. We believe that the ingredients for our future success are already in place. Today the United States has over 100 million soccer fans, and that number is growing as our youth system educates hundreds of thousands of potential new fans each year. Constant access to the sport at the top levels,

through traditional and digital media coverage, is at an all-time high which recruits new fans daily and enables those current and former players to follow the sport through adulthood. According to the latest U.S. Census Bureau figures, the U.S. Hispanic population, with its unquestioned love for fútbol, is growing at 4 to 5 times the pace of the rest of America. The NASL can and should grow with the appetite of these fans to see home team professional soccer in their cities, filling out the significant gaps in our national landscape. As the officially sanctioned USSF Division II men's professional outdoor soccer league, the NASL can also serve to inspire elite youth players in those markets and to provide the younger professionals a meaningful place to hone their skills. That will no doubt take time, but the entire NASL family is committed to nurturing that vision until it becomes a reality.



North Dakota Soccer Association Application

Application by North Dakota Soccer Association to Become the Adult State Association

The Rules Committee reviewed the application by North Dakota Soccer Association to be recognized as the adult State Association for soccer in North Dakota. Since there is no current adult State Association in North Dakota, the Rules Committee recommends approval of this application.



North Dakota Soccer Association

3022 Walnut Street, Grand Forks, ND 58201

RECEIVED MAR 21 2011

March 15, 2011

TO: Dan Flynn
CEO/Secretary General
United States Soccer Federation
1801 South Prairie Ave
Chicago, IL 60616

Richard Goff
President
United States Adult Soccer Assn
4023 Spring Valley Road
Doylestown, PA 18902

Stephanie Walker
National Administrator
United States Adult Soccer Assn
9152 Kent Ave Suite C-50
Lawrence, IN 46216

Bruno Trapikas
Region II Director
United States Adult Soccer Assn
3080 S. Lakeshore Dr
St Joseph, MI 49085

RE: North Dakota Soccer Association Application for Adult Soccer Organizational Member

North Dakota Soccer Association submits this letter and the attached documents for consideration in becoming an Adult State Association Organizational Member of United States Soccer Federation per USSF Bylaw 202(1)(I).

We have very little corporate history about the Adult Soccer program here in North Dakota. We do know that several years ago an Adult Soccer Association existed in North Dakota. That entity 'dissolved' and allowed all adult players and teams to register with the Minnesota Adult Soccer Association.

On November 13, 2010 North Dakota Youth Soccer Association became North Dakota Soccer Association with new bylaws that allow us to be a combined Adult and Youth Association. Our new Bylaws are attached.

North Dakota Soccer Association has worked hard to comply with the General and Organizational Responsibilities of Bylaw 212 and 213 since first organized in 1985 as a Youth State Association and is committed to complying with those same requirements of Bylaw 212 and 213 as a combined Adult and Youth State Association.

I met with the Minnesota Adult Soccer Association President on Feb 19, 2011 in Las Vegas while attending the USSF AGM and he assured me that North Dakota Soccer Association has his support in "relinquishing" North Dakota adult soccer players to register with North Dakota Soccer Association.

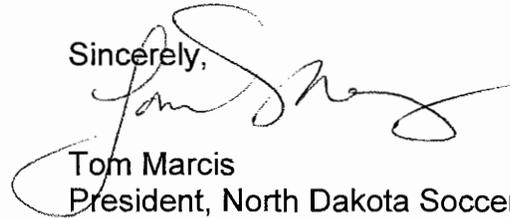
We are aware of unsanctioned adult teams organized in Bismarck, Fargo, Grand Forks, and Minot, North Dakota. Our initial efforts will be to seek out individuals associated with these soccer activities and offer them the benefits of a state wide program as well as the benefits of

membership, insurance, and structure of Regional and National offices of the United States Adult Soccer Association.

If you have questions please feel to contact me at TMarcisJr@aol.com or by calling me at 701-220-8437. Also feel free to contact the Terry Schneweis, Executive Director, at ndysa@yahoo.com or by calling 701-775-2942.

North Dakota Soccer Association looks forward to advancing Adult Soccer as an Adult Association of the United States Soccer Federation.

Sincerely,

A handwritten signature in cursive script, appearing to read "Tom Marcis". The signature is written in black ink and is positioned above the printed name and title.

Tom Marcis
President, North Dakota Soccer Association

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF FACT

OF

NORTH DAKOTA SOCCER ASSOCIATION

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that NORTH DAKOTA SOCCER ASSOCIATION, a North Dakota nonprofit corporation, incorporated with this office as NORTH DAKOTA YOUTH SOCCER on April 25, 1985. On December 22, 2010 an amendment was filed changing the name to NORTH DAKOTA SOCCER ASSOCIATION.

Dated: December 29, 2010

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

AMENDED
ARTICLES OF INCORPORATION
OF
NORTH DAKOTA SOCCER ASSOCIATION

I, the undersigned, natural person of the age of 18 or more, pursuant to the provisions of the North Dakota Century Code, and acting as Executive Director of the non-profit corporation, having adopted these amended Articles of Incorporation by signing and verifying and delivering these to the North Dakota Secretary of State.

ARTICLE I

The name of this corporation is changed to: NORTH DAKOTA SOCCER ASSOCIATION.

ARTICLE II

The period of its duration shall be perpetual as authorized by the North Dakota Century Code.

ARTICLE III

This corporation is formed exclusively for the charitable and educational purposes, and in particular, to promote youth and amateur (adult) soccer in North Dakota: to provide recreational facilities which in turn will stimulate an interest in soccer in the schools, playgrounds, parks and park districts; to give encouragement, coaching and instruction to soccer players; to organize and manage soccer teams, leagues, tournaments and exhibitions; to cooperate with the United States Soccer Federation, the United States Youth Soccer Association, and other recognized associations for the promotion of youth and amateur soccer, and generally to teach and to promote sportsmanship, recreation, and health in North Dakota.

This corporation may receive and disburse funds or other property incident to or necessary for the accomplishment of the aforesaid purposes and do any and all acts incidental to the transaction of the

business of this corporation or expedient for the attainment of the purposes stated herein.

Within the framework of these purposes, this corporation is organized and shall be operated exclusively to engage in, advance, promote, and administer charitable, educational and scientific activities and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee, or representative of others; and to aid, assist, and contribute to the support of corporations, associations, and institutions, which are described in Section 501(c)(3) of the Internal Revenue Code. For those purposes and not otherwise, this corporation shall have only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, which by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any funds and property and the income there from for the furtherance of the purposes of this corporation hereinabove set forth, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers which are consistent with the foregoing purposes and which are afforded to this corporation by the North Dakota Nonprofit Corporation Act, and by any future laws amendatory thereof and supplementary hereto. Provided, however, that all such powers of this corporation shall be exercised only so that this corporation's operations shall be exclusively with the contemplation of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, and no part of the net income or net earnings of this corporation shall inure to the benefit of any member, private shareholder, or individual, and not substantial part of its activities shall consist of carrying on propaganda, or otherwise attempting to influence legislation. This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of

any candidate for public office.

The income of this corporation for each taxable year shall be distributed at such time and such manner as not to subject this corporation to the tax imposed by the Internal Revenue Code. For purposes of these Articles of Incorporation, the term "income" means, for each taxable year of this corporation, the distributable amount with respect to this corporation as defined in the Internal Revenue Code.

This corporation shall not engage in any act of "self-dealing" (as defined by the Internal Revenue Code) which would give rise to the liability for the tax imposed by the Internal Revenue Code.

This corporation shall not retain any "excess business holdings" (as defined by the Internal Revenue Code) which would give rise to any liability for the tax imposed by the Internal Revenue Code.

This corporation shall not make any investments which would jeopardize the carrying out of the exempt purpose of this corporation, within the meaning of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by the Internal Revenue Code.

This corporation shall not make any "taxable expenditures" (as defined by the Internal Revenue Code) which would give rise to any liability for the tax imposed by the Internal Revenue Code.

All references in these Articles of Incorporation to the Internal Revenue Code include any provisions thereof adopted by future amendments thereto and any cognate provisions in future internal revenue codes to the extent such provisions are applicable to this corporation.

ARTICLE V

The registered office of this corporation shall be 3022 Walnut Street, Grand Forks, North Dakota, 58201 and the registered agent at such address is Terry Schneweis

ARTICLE VI

The management and direction of the business of this corporation shall be vested in its Board of

Directors. The number, terms of office, powers, authorities and duties of the directors of this corporation, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be specified from time to time in the Bylaws of this corporation.

ARTICLE VII

The members of the Board of Directors of this corporation shall have voting rights only as directors and not as members. A member of the Board of Directors of this corporation shall become a member of this corporation.

ARTICLE VIII

Members of this corporation shall not be personally liable for the payment of any debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE IX

This corporation shall have no capital stock.

ARTICLE X

These Articles of Incorporation may be amended from time to time in the manner prescribed by law.

ARTICLE XI

This corporation may be dissolved in accordance with the laws of the State of North Dakota. Upon dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of by transfer to one or more corporations, associations, institutions, trusts, community chests or foundations organized and operated exclusively for one or more of the purposes of this corporation, and described in the Internal Revenue Code, as now enacted or as hereafter amended, or to

the State of North Dakota or any political subdivision or agency thereof for exclusively public purposes, in such proportion as the Board of Directors of this corporation shall determine. Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to an executor or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust condition or limitation imposed with respect to it.

December 20, 2010

Terry Schneweis
Executive Director
North Dakota Soccer Association

BY-LAWS
OF
NORTH DAKOTA SOCCER ASSOCIATION

ARTICLE I. Name: The name of the Organization shall be the North Dakota Soccer Association (NDSA). Hereafter referred to the Association.

ARTICLE II. Purpose: The Association is organized as an educational and charitable organization formed to advance and foster the game, sportsmanship and development of soccer among youth players, adult players, coaches and member club affiliates within the state of North Dakota.

ARTICLE III. Colors. The representative colors of the association shall be a combination of green, white, and black.

ARTICLE IV. Membership.

1. The membership of the Association and the member club affiliates of NDSA shall be open to any soccer players (players must be residents of North Dakota), coaches, assistant coaches, managers, administrators, referees, and volunteers not subject to suspension under USSF Bylaw and to any soccer organization in the State of North Dakota which meets the Associations Member Club requirements.
2. The Association will provide equitable and timely hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities by the United States Soccer Federation (USSF) and the Association and its members may be appealed to the USSF that has jurisdiction to approve, modify, or reverse a decision.
3. The Association shall register all of its players, coaches, and referees with the USSF, the United States Amateur Soccer Association (USASA) and the United States Youth Soccer Association as required.
4. There will be five classes of members: Affiliate Member Club -Youth, Youth Player, Youth Coach/Asst Coach, Adult Coach/Asst Coach, and Adult Player.
 - a. Affiliate Member Club-Youth.
 - (1) Application for Affiliate Member Club to the Association must be made in writing accompanied by the appropriate Member Club Annual Fee and sent to the State Office of the Association. The application and fees are set by the Board of Directors in separate policy and schedules.
 - (2) Once a completed application has been received by the State Office, the President will appoint a three person committee to review the application and

recommend or not recommend membership to the Association at the next scheduled Quarterly Board Meeting.

- (3) Each Affiliate Member Club shall be apportioned two votes.
- (4) Voting shall be restricted to those Affiliate Member Clubs which have been registered during the current fiscal registration year. Each Affiliate Member Club must be in good standing and an active, paid member of the Association to vote on matters that come before the members at the Annual Meeting.
- (5) The President of each Affiliate Member Club will be allowed to vote at the annual meeting and at other times when a vote of the membership is called. Voting by proxy one or both votes shall be allowed. Affiliate Member Club Presidents wishing to vote by proxy must extend their intent to vote as such giving the name of the person holding the proxy vote(s) to the State Office no later the (5) days prior to the meeting.
- (6) All matters requiring a vote at the Annual General Meeting shall be approved by majority vote of the eligible Affiliate Member Clubs present at the meeting.
- (7) The Board of Directors shall annually recommend to the membership the procedures, rules and regulations for Affiliate Member Clubs for ratification at the Annual General Meeting.

b. Youth Players, Coaches, and Assistant Coaches.

- (1) Affiliate Member Clubs must register a minimum of five teams. Minimum number of players per team shall be determined by the Board of Directors.
- (2) The Board of Directors shall annually set registration fees for players, coaches, and assistant coaches.
- (3) All members shall abide by the Bylaws of the Association, all Rules and Procedures, and Policies set for by the Board of Directors and all Bylaws, Rules and Procedures, and Policies of any organization which NDSA is affiliated.
- (4) No person shall be denied membership or participation in the activities of the Association because of race, color, age, sex, religion, or national origin.

c. Adult Players, Coaches, and Assistant Coaches.

- (1) Adult members shall be registered through organized Amateur teams and leagues.

- (2) b(2)-(4) shall apply to adult players, coaches, and assistant coaches.
- (3) Adult Players shall elect the Vice President, Adults through their team structures. Each team shall have one (1) vote.
- (4) The designated coach of the team shall have the right to vote at the Annual General Meeting at other times where required. The designated coach may designate a proxy that shall be sent to the State Office in writing with the name of the person designated the proxy vote no less than five (5) days prior to the meeting.

ARTICLE V. Bad Standing and Removal of Members.

1. Any member may be put into bad standing or removed for knowingly violating any USSF, USYSA, and/or NDSA Bylaws, rules, or policies, or for non-payment of fees owed to NDSA. Members may be put into bad standing or removed by a 2/3 majority vote by those voting members present at a meeting where the bad standing or removal is on the agenda.
2. Bad standing may include one or more of the following actions: Reprimand, suspension, restitution, fine and/or removal.

ARTICLE VI. Disputes and Grievances

1. Any complaint by NDSA against an Affiliate Member Club or one Affiliate Member Club against another, or any complaint by an individual or an Affiliate Member Club which alleges that (A) an Affiliate Member Club has failed to comply with its membership requirements in the Association or (B) the Association has failed to comply with its membership requirements in the USSF or USYSA shall be in writing and signed under oath by the individual or the chief executive of NDSA or the Affiliate Member making the complaint. The complaint shall be filed with the State Office by certified mail with a copy served on the other party by certified mail at the same time. The complaint shall set forth the factual allegations in numbered paragraphs with each paragraph containing factual allegation. The complaint shall contain also, at a minimum:
 - Names and addresses of the parties
 - The alleged grounds of noncompliance with referenced Bylaw, Rule or Policy
 - Supporting evidence or documentation forming the basis of the complaint; and
 - The relief sought
2. An answer to the complaint shall be filed by the respondent with the State Office by certified mail within 30 days after the filing of the complaint. If the respondent is without sufficient knowledge or information to admit or deny a given factual allegation, the respondent may so reply. Failure to file an answer within the requisite time period shall serve as a default, except upon showing of good cause.
3. The State Office shall:
 - a. Once the complaint and response have been received it shall be referred to the Board of Directors for a hearing on the merits of the complaint. This hearing will

usually be scheduled at a regular meeting of the Board of Directors. Any member of the Board of Directors having a direct interest, either personally or by virtue of an Affiliate Member Club affiliation in the outcome of the proceeding, shall be disqualified from adjudicating the complaint. The Board of Directors shall render its decision within thirty (30) days after hearing the complaint.

- b. If the NDSA President believes it will serve the interest of expeditious consideration of the complaint, the President may, with the Approval of the Executive Committee, appoint a hearing panel of three (3) voting members of the Board of Directors to hear evidence on the complaint but shall not include any member of the Board of Directors having direct interest, either personally or by virtue of affiliation with an Affiliate Member Club, in the outcome of the proceedings. The appointed panel shall convene as expeditiously as possible; shall hear evidence presented by the parties in accordance with the hearing procedures set forth in the USSF Bylaws; and shall prepare and submit a full written report summarizing the evidence and forwarding any written materials requested by the parties. Upon receipt of the report and materials, the Board of Directors may elect to receive further written or oral evidence or presentations, or may make a decision based on the report and materials submitted by the panel.

4. The parties will have the right to appeal the decision of the Board of Directors to the National Appeals Committee as specified in USSF Bylaw.

ARTICLE VII. Board of Directors.

1. Officers. The Officers of the Association with the exception of the Vice-President, Adults shall be elected every two years by the majority vote of the Affiliated Member Clubs at the Annual General Meeting and shall consist of President, Vice President, Secretary, and Finance Officer. The Vice President, Adults shall be elected every two years by a majority vote of the Adult members present at the Annual General Meeting. Officers are allowed to serve consecutive terms. Each shall have equal voting rights at Board and Annual General Meetings, except the President shall only vote ties. These five positions will also be known as the Executive Committee.
2. Affiliate Member Clubs. The Affiliate Member Clubs President and one other member of the Affiliate Member Club are members of the Board of Directors. These two individuals shall have voting rights at all Board and Annual General Meetings.
3. Committee Chairs and Program Coordinators. NDSA Committee Chairs and Program Coordinators will be members of the Board of Directors. Committees/Programs will be: Coaching, Competitive, Olympic Development, Recreational, Referee, and Top Soccer. Committee Chairs will be selected on a bi-annual basis in the November time frame or at the Annual General Meeting by all Affiliate Member Clubs of NDSA using the same voting strength number for their club as designated in

Article IV4a(3). Committee Chairs are allowed to serve consecutive terms. These elected Committee Chairs will be approved by the Board of Directors.

4. State Referee Administrator (SRA) and the State Youth Referee Administrator (SYRA) shall be appointed to two year terms by the Board of Directors with the advice of the Referee Committee. SRA and the SYRA may serve consecutive terms. Each shall have voting rights at all Board and Annual Meetings.
5. Any vacancy occurring from any Officer or Committee Chair during a term may be filled for the balance or the term by appointment of another person for the duration of the term by the Board of Directors.
6. Officer, Affiliate Member Clubs or Committee Chairs may be removed from the Board of Directors for just cause, or may resign. The Board of Directors may appoint another Officer or Committee Chair for the duration of the term.
7. All members of the Board of Directors are expected to attend every meeting.
8. All candidates for Officer or Committee Chair need to announce their intentions to the State Office or at Quarterly Board Meetings. If no candidates have announced for a particular position, nominations will be taken from the floor.

ARTICLE VIII. Duties of Board of Directors.

1. Officers.
 - a. President.
 - (1) Serve as liaison between the Region and NDSA
 - (2) Serve as the Chair of all meetings of the Executive Committee, Board of Directors, and the Annual General Meeting.
 - (3) Establish committees and appoint committee chairpersons for those committees not established with the Bylaws.
 - (4) Shall see that all decisions and resolutions of the Board of Directors are carried out.
 - (5) Provide direction to paid staff
 - b. Vice-President.
 - (1) Shall, in the absence or disability of the President, perform the duties and exercise the powers of the President
 - (2) Shall be responsible for the Association appeals and appeals process
 - c. Vice-President, Adults.
 - (1) Shall be responsible for adult soccer activity including but not limited to establishing and committees, amateur play, assigning of referees, and formulation of teams and leagues.

- (2) Shall perform duties as may be prescribed by the Board of Directors or its Officers.

d. Secretary.

- (1) Shall record the minutes and all proceedings of the meetings of the Executive Committee, Board of Directors or Annual General Meeting.
- (2) Shall perform like duties for committees when required
- (3) Shall perform duties as may be prescribed by the Board of Directors or its Officers.

e. Finance Officer.

- (1) Shall be responsible for the Associations funds, financial instruments, and shall insure complete and accurate accounts of receipts and disbursements.
- (2) Shall be one of two individuals that insures all monies are deposited in the name and credited to the Association
- (3) Shall oversee the disbursement of the funds for the Association
- (4) Shall render to the Board of Directors and at the Annual General Meeting an account of all transactions and of financial condition of the Association
- (5) Shall perform duties as may be prescribed by the Board of Directors or the President.

2. Duties of the Member Affiliate Clubs.

- a. Affiliate Member Clubs shall represent their club at all regularly scheduled meetings of the Association.
- b. Shall perform duties as may be prescribed by the Board of Directors or the President.

3. Committees and Programs:

- a. Coaching Committee. Each Affiliated Member Club is allowed to have a representative on this committee. The Committee is:
 - (1) Responsible for the search, interview, and recommended selection of a Director of Coaching (DOC) to the Board of Directors.
 - (2) Works with all Affiliated Member Clubs to determine how best to meet the development of coaches for the Affiliated Member Clubs and the Association.
 - (3) Recommends to the Board of Directors the salary and benefit package of the DOC on an annual basis.
 - (4) Prepares a Coaching Committee Budget
 - (5) Oversees the DOCs scheduling and conduct of all Coaching Development Courses
 - (6) Recommends to the Board of Directors a coaching candidate fee schedule for those attending Association Coaching Courses
 - (7) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

- b. Competitive Committee. Each Affiliated Member Club which registers Competitive player is allowed to have a representative on this committee. The Committee:
- (1) Works with Affiliated Member Clubs who register Competitive Players with the Association to address issues of importance to them.
 - (2) Develops the process for and recommends to the Board of Directors the location of the State Cup and State Tournament.
 - (3) Prepares a Competitive Committee Budget
 - (4) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.
- c. Olympic Development Program (ODP) Coordinator.
- (1) Works closely with Affiliated Member Clubs to offer state wide training, coaching and selection of players participating in ODP.
 - (2) Works with the Region II ODP Administrator(s)
 - (3) Prepares a Program Budget
 - (4) Program Director shall perform duties as may be prescribed by the Board of Directors or its Officers.
- d. Recreation Committee. Each Affiliated Member Club which registers Recreation player is allowed to have a representative on this committee. The Committee:
- (1) Works with Affiliated Member Clubs who register Recreation Players with the Association to address issues of importance to them.
 - (2) Selects dates and sites for statewide recreation events such as Kohl's Cup
 - (3) Prepares a Recreation Committee Budget
 - (4) Works with the Region II Recreation Committee and attends their meetings.
 - (5) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.
- e. Referee Committee: Made up of the State Referee Administrator (SRA), State Youth Referee Administrator (SYRA), State Director of Instruction (SDI), State Director of Assessment (SDA), and other members as required or requested by the committee.
- (1) Ensures appropriate initial and recurring USSF Referee Courses are offered and conducted statewide.
 - (2) Ensures that assessment needs of North Dakota USSF Referees is met.
 - (3) SRA and SYRA serve as members of the Board of Directors
 - (4) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

- f. Top Soccer Committee. Each Affiliated Member Club which registers Top Soccer players is allowed to have a representative on this committee. The Committee:
 - (1) Works with Affiliated Member Clubs who register Top Soccer Players with the Association to address issues of importance to them
 - (2) Works with the Region II Top Soccer Committee and attends their meetings.
 - (3) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

ARTICLE IX. Meetings.

1. Annual General Meeting.
 - a. The Board of Directors shall set the date and location for the Annual Meeting.
 - b. A quorum will be a majority of those individual presents at the meeting.
 - c. Attendance at the Annual Meeting is limited to the Elected Officers, Affiliate Member Clubs, Committee Chairs/Program Directors, SRA, SYRA, and the allowed number of members of Affiliated Member Clubs as described in Article IV, 4,a (3).
2. Board of Directors Meetings.
 - a. Regular meetings of the Board of Directors may be held at such time and place as shall be determined by the Board.
 - b. A quorum will be a majority of those members present at any given meeting.
 - c. Attendance at Board of Director meetings is limited to Elected Officers, Affiliate Member Clubs, Committee Chairs/Program Directors, SRA, and SYRA.
 - d. The DOC and the Executive Director may also attend regularly scheduled meetings. They shall not vote.
 - e. Board of Director Meetings can be conducted using electronic media.
3. Executive Committee Meetings.
 - a. The President can call an Executive Committee Meetings at a time and location as determined by the President.
 - b. All four Elected Officer are members.
 - c. Meetings may be conducted using electronic media.
 - d. All business conducted by the Executive Committee will be recorded by the Secretary
 - e. All business conducted at Executive Committee Meetings will be reported at the next Board of Director Meeting. Business from an Executive Committee Meeting must be approved at the next Board Directors Meeting.

ARTICLE X. Special Programs

1. The Association shall adopt policies prohibiting sexual and physical abuse that meet the criteria established by the USSF subject to any contrary requirement contained in state or local law applicable to the Association.
2. The Association and its members will abide by USSF and USYS articles, bylaws, policies, and requirements on interplay.

ARTICLE XI. Policies.

1. The Association shall may adopt policies addressing subjects such as but not limited to:
 - a. Non-payment of funds/financial obligation of the Association or its Affiliated Member Clubs
 - b. Risk Management.
 - c. Affiliate Member Club membership
 - d. Affiliate League membership and structure

ARTICLE XII. Rules and Procedures.

1. The Association shall Rules and Procedures for but not limited to:
 - a. Youth and Adult playing rules and procedures
 - b. State Cup Rules
 - c. State Tournament for Youth
 - d. State Tournament for Adult

ARTICLE XIII. Parliamentary Authority.

Robert Rules of Order shall govern all activities of the Association.

ARTICLE XIV. Fiscal Year.

The Fiscal Year of the Association shall be September 1-Aug 31 unless otherwise established by the Board of Directors.

ARTICLE XV. Authority.

Unless specifically stated herein, any circumstances, rule, administration procedure, or any other matter not covered by the Association Bylaws, Rules, Procedures, or Policies, shall then follow the rules, procedures, or policies of USYS, United States Amateur Soccer Association, and the USSF.

ARTICLE XVI. Amendments.

1. Amendments to these Bylaws may be made at the Annual General Meeting of the membership, or at any meeting of the Board of Directors, provided that notice of the amendment has been mailed/mailed to all directors not later than 10 days in advance of the Board of Directors meeting. Amendments to Rules, Procedures, or Policies may be made at any regular meeting of the Board of Directors.
2. An amendment to the Bylaws shall be deemed adopted by an affirmative vote of a simple majority of the members present at the meeting. An Amendment to the Rules, Procedures, or Policies shall be deemed adopted by an affirmative vote of a majority of the members present at any regular meeting of the Board of Directors.

These By-Laws were amended and
adopted at a meeting of North Dakota Soccer Association
on the 13th Day of November, in the year 2010.



North Dakota Youth Soccer Association

3022 Walnut Street, Grand Forks, ND 58201

701-775-2942/ndysa@yahoo.com



January 17, 2011

TO: USSF

Greg Fike, Staff Attorney

RE: Name Change for North Dakota Youth Soccer Assn (NDYSA)

Greg,

I am enclosing two documents that reflect the name change for NDYSA to North Dakota Soccer Association (NDSA) per our email exchange last week.

They are: Certificate of Fact recognizing the NDSA name change from ND Sec of State
Copy of updated Articles of Inc that resulted in the Certificate of Fact

Terry Schneweis
Executive Director

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF FACT

OF

NORTH DAKOTA SOCCER ASSOCIATION

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that NORTH DAKOTA SOCCER ASSOCIATION, a North Dakota nonprofit corporation, incorporated with this office as NORTH DAKOTA YOUTH SOCCER on April 25, 1985. On December 22, 2010 an amendment was filed changing the name to NORTH DAKOTA SOCCER ASSOCIATION.

Dated: December 29, 2010

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

AMENDED
**ARTICLES OF INCORPORATION
OF
NORTH DAKOTA SOCCER ASSOCIATION**

I, the undersigned, natural person of the age of 18 or more, pursuant to the provisions of the North Dakota Century Code, and acting as Executive Director of the non-profit corporation, having adopted these amended Articles of Incorporation by signing and verifying and delivering these to the North Dakota Secretary of State.

ARTICLE I

The name of this corporation is changed to: NORTH DAKOTA SOCCER ASSOCIATION.

ARTICLE II

The period of its duration shall be perpetual as authorized by the North Dakota Century Code.

ARTICLE III

This corporation is formed exclusively for the charitable and educational purposes, and in particular, to promote youth and amateur (adult) soccer in North Dakota: to provide recreational facilities which in turn will stimulate an interest in soccer in the schools, playgrounds, parks and park districts; to give encouragement, coaching and instruction to soccer players; to organize and manage soccer teams, leagues, tournaments and exhibitions; to cooperate with the United States Soccer Federation, the United States Youth Soccer Association, and other recognized associations for the promotion of youth and amateur soccer, and generally to teach and to promote sportsmanship, recreation, and health in North Dakota.

This corporation may receive and disburse funds or other property incident to or necessary for the accomplishment of the aforesaid purposes and do any and all acts incidental to the transaction of the

business of this corporation or expedient for the attainment of the purposes stated herein.

Within the framework of these purposes, this corporation is organized and shall be operated exclusively to engage in, advance, promote, and administer charitable, educational and scientific activities and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee, or representative of others; and to aid, assist, and contribute to the support of corporations, associations, and institutions, which are described in Section 501(c)(3) of the Internal Revenue Code. For those purposes and not otherwise, this corporation shall have only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, which by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any funds and property and the income there from for the furtherance of the purposes of this corporation hereinabove set forth, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers which are consistent with the foregoing purposes and which are afforded to this corporation by the North Dakota Nonprofit Corporation Act, and by any future laws amendatory thereof and supplementary hereto. Provided, however, that all such powers of this corporation shall be exercised only so that this corporation's operations shall be exclusively with the contemplation of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, and no part of the net income or net earnings of this corporation shall inure to the benefit of any member, private shareholder, or individual, and not substantial part of its activities shall consist of carrying on propaganda, or otherwise attempting to influence legislation. This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of

any candidate for public office.

The income of this corporation for each taxable year shall be distributed at such time and such manner as not to subject this corporation to the tax imposed by the Internal Revenue Code. For purposes of these Articles of Incorporation, the term “income” means, for each taxable year of this corporation, the distributable amount with respect to this corporation as defined in the Internal Revenue Code.

This corporation shall not engage in any act of “self-dealing” (as defined by the Internal Revenue Code) which would give rise to the liability for the tax imposed by the Internal Revenue Code.

This corporation shall not retain any “excess business holdings” (as defined by the Internal Revenue Code) which would give rise to any liability for the tax imposed by the Internal Revenue Code.

This corporation shall not make any investments which would jeopardize the carrying out of the exempt purpose of this corporation, within the meaning of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by the Internal Revenue Code.

This corporation shall not make any “taxable expenditures” (as defined by the Internal Revenue Code) which would give rise to any liability for the tax imposed by the Internal Revenue Code.

All references in these Articles of Incorporation to the Internal Revenue Code include any provisions thereof adopted by future amendments thereto and any cognate provisions in future internal revenue codes to the extent such provisions are applicable to this corporation.

ARTICLE V

The registered office of this corporation shall be 3022 Walnut Street, Grand Forks, North Dakota, 58201 and the registered agent at such address is Terry Schneweis

ARTICLE VI

The management and direction of the business of this corporation shall be vested in its Board of

Directors. The number, terms of office, powers, authorities and duties of the directors of this corporation, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be specified from time to time in the Bylaws of this corporation.

ARTICLE VII

The members of the Board of Directors of this corporation shall have voting rights only as directors and not as members. A member of the Board of Directors of this corporation shall become a member of this corporation.

ARTICLE VIII

Members of this corporation shall not be personally liable for the payment of any debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE IX

This corporation shall have no capital stock.

ARTICLE X

These Articles of Incorporation may be amended from time to time in the manner prescribed by law.

ARTICLE XI

This corporation may be dissolved in accordance with the laws of the State of North Dakota. Upon dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of by transfer to one or more corporations, associations, institutions, trusts, community chests or foundations organized and operated exclusively for one or more of the purposes of this corporation, and described in the Internal Revenue Code, as now enacted or as hereafter amended, or to

the State of North Dakota or any political subdivision or agency thereof for exclusively public purposes, in such proportion as the Board of Directors of this corporation shall determine. Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to an executor or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust condition or limitation imposed with respect to it.

December 20, 2010

Terry Schneweis
Executive Director
North Dakota Soccer Association

**MEMBERSHIP APPLICATION
NORTH AMERICAN ADULT
SOCCER ASSOCIATION**

Application by North American Adult Soccer Association to Become and Other Affiliate

The Rules Committee has reviewed the membership application submitted on behalf of the North American Adult Soccer Association ("NAASA"). The NAASA has applied to be an Other Affiliate of the United States Soccer Federation, Inc. An Other Affiliate means an amateur sports organization that conducts soccer programs in 4 or more states but less than 26 states. The Committee finds that the NAASA does appear, based on the application materials, to meet the definitional requirements of the Other Affiliate category. Therefore, the Rules Committee respectfully recommends that the membership application of the North American Adult Soccer Association be approved.



State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of this office.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 17 2009

A handwritten signature in cursive script that reads "Debra Bowen".

DEBRA BOWEN
Secretary of State

ENDORSED - FILED
in the Office of the Secretary of State
of the State of California
DEC 14 2009

ARTICLES OF INCORPORATION
OF

NORTH AMERICAN ADULT SOCCER ASSOCIATION

I.

The name of this corporation is "North American Adult Soccer Association".

II.

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The corporation is formed and shall be operated exclusively for the following charitable purposes within the meaning of Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code:

1. To engage in charitable, educational and other activities;
2. Specifically, to accomplish the purposes specified in this Article II by exclusively benefiting and supporting, within the meaning of Code Section 509(a)(3), the American Youth Soccer Organization, a California nonprofit public benefit corporation established under the laws of the State of California and described in Code Sections 509(a)(1), 170(b)(1)(A)(vi) and 170(c)(2), by its activities, including, but not limited to, (a) developing youth and community through local soccer programs for adults, (b) educating and training adults in both the sport of soccer and in

critical youth development issues so that these adults may become coaches, referees and other volunteers for youth soccer programs in their communities, and (c) providing financial support to community youth soccer programs, including scholarships for children, tournament sponsorships and other financial needs; and;

3. To engage in any and all lawful activities incidental to and in pursuit of the foregoing purposes, except as restricted herein.

III.

The name of the corporation's initial agent for service of process is as follows:

National Registered Agents, Inc.

IV.

A. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of (or in opposition to) any candidate for public office.

V.

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated: December 14, 2009



Michael E. Wade, Incorporator



Bylaws of
The North American Adult Soccer Association
A California Nonprofit Public Benefit Corporation
With a Sole Corporate Member

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A California Nonprofit Public Benefit Corporation
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19750 S. Vermont Ave., Suite 200, Torrance, CA 90502

Dan Flynn
Secretary General
US Soccer Federation
1801 S. Prairie Ave.
Chicago, IL 60616

May 11, 2011

Via U.S. Mail and email to
dflynn@ussoccer.org

Dear Dan,

The North American Adult Soccer Association (NAASA) wishes to apply for membership with US Soccer according to Bylaw 211.

NAASA seeks membership as an "Other Affiliate" as defined in Bylaw 109(17). NAASA currently operates in 14 states and had approximately 4,000 players as of May 1, 2011. The average for the year, when run as a pilot program by AYSO, has been closer to 5,000 players. Since NAASA has been recently formed as a separate corporation, we are now advertising the program.

Enclosed please find our Articles of Incorporation and Bylaws. For further information, and for any other reason, please contact me at garyholmen@gmail.com or (818) 421-3330.

Thanks for your consideration.

A handwritten signature in cursive script that reads "Gary Holmen".

Gary Holmen,
President

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Bylaws of
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With a Sole Corporate Member
Adopted as of December 12, 2009

ARTICLE I
MEMBERSHIP

Section 1.01. SOLE CORPORATE MEMBER. The corporation shall have only one member, namely, American Youth Soccer Organization, a California nonprofit public benefit corporation (the "Sole Corporate Member"). Unless provided otherwise in the corporation's Articles of Incorporation (the "Articles") or these Bylaws, the Sole Corporate Member shall have and be entitled to exercise fully all rights and privileges of members of a nonprofit public benefit corporation under California Nonprofit Public Benefit Corporation Law (the "Law"), and shall be the only member of this corporation within the meaning of Section 5056 of the Law.

Section 1.02. ASSOCIATES. Nothing in this Article I shall be construed as limiting the right of the corporation to refer to persons associated with it as "members" even though such persons are not members, and no such reference shall constitute anyone a member within the meaning of Section 5056 of the Law. The corporation may confer by amendment of the Articles or of these Bylaws some or all of the rights of a member, as set forth in the Law, upon any person or persons who do not have the right to vote for the election of directors, on a disposition of substantially all of the assets of the

corporation, on a merger or a dissolution of the corporation or on changes to the corporation's Articles or Bylaws, but no such person shall be a member within the meaning of Section 5056 of the Law.

ARTICLE II

MANNER OF ACTION BY SOLE CORPORATE MEMBER

Section 2.01. ACTION BY THE SOLE CORPORATE MEMBER. The Sole Corporate Member shall act by vote of its board of directors subject only to limitations or requirements imposed by the articles of incorporation and bylaws of the Sole Corporate Member or applicable law. Notwithstanding the foregoing, the board of directors of the Sole Corporate Member may delegate all, or a portion of, its authority to act on behalf of the Sole Corporate Member to a committee of its board of directors or one (1) or more officers of the Sole Corporate Member.

Section 2.02. PROOF OF ACTION. The vote, written consent or other action of the Sole Corporate Member shall be evidenced by, and this corporation shall be entitled to rely upon, a certificate of an officer of the Sole Corporate Member stating (a) the actions taken by the Sole Corporate Member, (b) that such actions were taken in accordance with the articles of incorporation and bylaws of the Sole Corporate Member, and (c) the authorization of the Sole Corporate Member for such certification.

Section 2.03. REQUESTS FOR ACTION BY THE SOLE CORPORATE MEMBER. Requests for action by the Sole Corporate Member may be made through the National President of the Sole Corporate Member or such other person as the board of directors of the Sole Corporate Member shall designate.

Section 2.04. MEETINGS OF THE SOLE CORPORATE MEMBER.

Meetings of the Sole Corporate Member shall be held in accordance with applicable law.

ARTICLE III

OFFICES

Section 3.01. PRINCIPAL OFFICE. The corporation's principal office shall be fixed and located in Hawthorne, California. The Board of Directors (the "Board") is granted full power and authority to change said principal office to another location subject to the prior written consent of the Sole Corporate Member.

Section 3.02. OTHER OFFICES. Branch or subordinate offices may be established at any time by the Board at any place or places.

ARTICLE IV

DIRECTORS

Section 4.01. POWERS.

(a) Subject to any limitations in the Articles or these Bylaws, and to compliance with any applicable laws, the activities and affairs of the corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate the management of the activities of the corporation to any person or persons, management company, or committee however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board shall have the following powers in addition to the other powers enumerated in these Bylaws:

(i) To select and remove all officers, agents and employees of the corporation, prescribe powers and duties for them as may not be inconsistent with law, the Articles or these Bylaws, fix their compensation and require from them such security, if any, for faithful service as the Board may deem appropriate.

(ii) To conduct, manage and control the affairs and activities of the corporation, and to make such rules and regulations therefor not inconsistent with law, the Articles or these Bylaws, as they may deem appropriate.

(iii) To adopt, make and use a corporate seal and to alter the form of such seal from time to time as they may deem appropriate, but failure to affix a seal does not affect the validity of any instrument.

(iv) To assume obligations, enter into contracts, including contracts of guarantee or suretyship, incur liabilities, borrow or lend money or otherwise use its credit, and secure any of its obligations, contracts, or liabilities by mortgage, pledge or other encumbrance of all or any part of its property and income.

(b) Notwithstanding the foregoing, the Board shall not, without prior written consent of the Sole Corporate Member, perform or commit or authorize or direct any officer of the corporation to perform or commit any of the following acts:

- (i) Enter into an agreement to merge the corporation with any other business entity.
- (ii) Amend or repeal the Articles or these Bylaws.
- (iii) Change the location of the principal office of the corporation.
- (iv) Voluntarily dissolve the corporation.
- (v) Take any action which would violate any agreement with the Sole Corporate Member.
- (vi) Enter into any affiliation with another organization or withdraw from the corporation's affiliation with the Sole Corporate Member.

Section 4.02. NUMBER OF DIRECTORS The authorized number of directors shall be neither less than five (5) nor more than nine (9) until changed by amendment of the Articles or these Bylaws. The exact number of directors shall be fixed, within the limits specified, by resolution duly adopted by the Board.

Section 4.03 SELECTION AND TERM OF OFFICE. Directors shall be designated by the Sole Corporate Member to take office upon designation to serve one year terms. Each director shall serve at the pleasure of the Sole Corporate Member and shall hold office until a successor has been designated and qualified. Each director may only be removed by the Sole Corporate Member. Upon removal, for any reason, of a director designated under this Section 4.03, a successor shall be designated by the Sole Corporate Member. Upon the dissolution of the Sole Corporate Member, the power of

designation provided in this Section 4.03 shall expire and all directors shall thereafter be elected by the Board at each annual meeting to serve one year terms.

Section 4.04. INTERESTED PERSONS. Not more than forty-nine percent (49%) of the persons serving on the Board at any time may be interested persons. For purposes of this Section 4.04, an interested person is:

(a) Any person currently being compensated by the corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; or

(b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person listed in Section 4.04(a) above.

Any violation of the provisions of this Section 4.04 shall not affect the validity or enforceability of any transaction entered into by the corporation.

Section 4.05. VACANCIES.

(a) Subject to the provisions of Section 5226 of the Law, any director may resign effective upon giving written notice to the President, the Secretary or the Board, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be selected to take office when the resignation becomes effective.

(b) Vacancies on the Board shall be filled in the same manner prescribed under Section 4.03 of these Bylaws. Each director so selected shall hold

office until the expiration of the term of the replaced director and until a successor has been selected and qualified.

(c) A vacancy on the Board shall be deemed to exist in case of the death, resignation or removal of any director or an increase in the authorized number of directors.

(d) The Board, with written notice to the Sole Corporate Member, may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty arising under Sections 5230 through 5239 of the Law.

(e) Any reduction of the authorized number of directors or any amendment reducing the number of classes of directors does not remove any director prior to the expiration of the director's term of office.

(f) The Sole Corporate Member may remove and declare vacant the office of a director who fails to attend three (3) consecutive meetings of the Board.

Section 4.06. PLACE OF MEETING Meetings of the Board may be held at a place within or without the State of California that has been designated by resolution of the Board. In the absence of such designation, regular meetings shall be held at the principal office of the corporation.

Section 4.07. ANNUAL MEETINGS. The Board shall hold an annual meeting for the purposes of organization, selection of directors and officers and the transaction of other business. Annual meetings of the Board shall be held on such dates and at such times as may be fixed by the Board.

Section 4.08. REGULAR MEETINGS. Regular meetings of the Board may be held without notice if the time and place of the meetings are fixed by these Bylaws or the Board.

Section 4.09. SPECIAL MEETINGS. Special meetings of the Board for any purpose or purposes may be called at any time by the President, the Secretary or any two (2) directors.

Section 4.10. NOTICE. A notice need not specify the purpose of any regular or special meeting of the Board.

Annual and special meetings of the Board shall be held upon four (4) days notice by first-class mail or forty-eight (48) hours notice delivered personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, telegraph, facsimile, electronic mail, or other electronic means.

Any such notice shall be addressed or delivered to each director at such director's address as it is shown upon the records of the corporation or as may have been given to the corporation by the director for purposes of notice or, if such address is not shown on such records or is not readily ascertainable, at the place where the meetings of the directors are regularly held.

Notice by mail shall be deemed to have been given at the time a written notice is deposited in the United States mails, postage prepaid. Any other written notice shall be deemed to have been given at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or actually transmitted by the person giving the notice by electronic means, to the recipient. Oral notice shall be deemed to

have been given at the time it is communicated, in person or by telephone or wireless, to the recipient, or the recipient's voice messaging system or other system or technology designed to record and communicate messages, or to a person at the office of the recipient who the person giving the notice has reason to believe will promptly communicate it to the receiver.

Section 4.11. QUORUM A majority of the directors then in office constitutes a quorum of the Board for the transaction of business, except to adjourn as provided in Section 4.15 of these Bylaws. An act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board, unless a greater number be required by law, the Articles, or these Bylaws. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for that meeting, or a greater number required by law, the Articles, or these Bylaws.

The following actions shall require a vote by a majority of the directors then in office in order to be effective:

- (a) Subject to the prior written consent of the Sole Corporate Member, the amendment of the Articles or the adoption of new Articles;
- (b) Subject to the prior written consent of the Sole Corporate Member, the amendment or repeal of Bylaws or the adoption of new Bylaws;
- (c) Subject to the prior written consent of the Sole Corporate Member, the dissolution of the corporation and winding up of business or any sale, lease, conveyance, exchange, transfer or other disposition of all or substantially all of its assets;

(d) The approval of any self-dealing transaction (without counting the vote of any “interested director” as defined in Section 5233 of the Law), except that when it is not reasonably practicable to obtain approval of the Board prior to entering into such a transaction, a committee authorized by the Board may approve the transaction in a manner consistent with the standards set forth in Section 5233(d) of the Law subject to ratification by a majority of the directors then in office (without counting the vote of any “interested director” as defined in Section 5233 of the Law) at the next meeting of the Board;

(e) The establishment of any special or standing committees of the Board and any appointments to such committees; and

(f) The approval of any other action for which the Law requires approval of such a majority of the Board

Section 4.12. DEADLOCKED BOARD. If the Board has an even number of directors who are equally divided and cannot agree as to the management of its affairs, so that its activities can no longer be conducted to advantage or so that there is danger that its property, activities, or business will be impaired or lost, the Sole Corporate Member may appoint a provisional director.

Section 4.13. PARTICIPATION IN MEETINGS BY CONFERENCE TELEPHONE, ELECTRONIC VIDEO SCREEN COMMUNICATION, OR OTHER COMMUNICATIONS EQUIPMENT. Members of the Board may participate in a meeting, or a committee meeting, through use of conference telephone, electronic video screen communication, or other communications equipment. Participation in a meeting through use of conference telephone pursuant to this Section 4.13 constitutes presence in

person at that meeting as long as all members participating in the meeting are able to hear one another. Participation in a meeting through use of electronic video screen communication or other communications equipment (other than conference telephone) pursuant to this Section 4.13 constitutes presence in person at that meeting if all of the following apply:

- (a) Each member participating in the meeting can communicate with all of the other members concurrently.
- (b) Each member is provided the means of participating in all matters before the Board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.
- (c) The corporation adopts and implements some means of verifying both of the following:
 - (i) A person participating in the meeting is a director or other person entitled to participate in the Board meeting.
 - (ii) All actions of, or votes by, the Board are taken or cast only by the directors and not by persons who are not directors.

Section 4.14. WAIVER OF NOTICE. Notice of a meeting need not be given to a director who signed a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to that director. These waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. A waiver of notice need not specify the purpose of any regular or special meeting of the Board.

Section 4.15. ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place be fixed at the meeting adjourned, except as provided in the next sentence. If the meeting is adjourned for more than twenty-four (24) hours, notice of an adjournment to another time or place shall be given prior to the time of the adjourned meeting to the directors who were not present at the time of the adjournment.

Section 4.16. ACTION WITHOUT MEETING. An action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to that action. The written consent or consents shall be filed with the minutes of the proceedings of the Board. The action by written consent shall have the same force and effect as the unanimous vote of the directors. For the purposes of this Section 4.16 only, "all members of the Board" shall not include any "interested director" as defined in Section 5233 of the Law.

Directors may consent, vote or otherwise take action under this Section 4 16 by a signed document transmitted by mail, messenger, courier, facsimile, or any other reasonable method satisfactory to the President.

Section 4.17. RIGHTS OF INSPECTION. Every director and the Sole Corporate member shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the corporation.

Section 4.18. FEES AND COMPENSATION.

(a) Directors shall not receive any compensation for their services as a director of the corporation. Directors, however, may receive reimbursement for reasonable expenses incurred on behalf of the corporation pursuant to policies established from time to time by the Board

(b) The corporation shall not make any loan of money or property to, or guarantee the obligation of, any director or officer, unless approved by the Attorney General; *provided, however*, that the corporation may advance money to a director or an officer of the corporation for expenses reasonably anticipated to be incurred in the performance of the duties of such director or an officer, provided that in the absence of any such advance, such director or an officer would be entitled to be reimbursed for such expenses by the corporation. Subject to the provisions of Section 4.04 of these Bylaws, nothing contained in these Bylaws shall be construed to preclude any director from serving the corporation in any other capacity as an officer, agent, employee or otherwise, and receiving compensation therefor.

ARTICLE V

OFFICERS

Section 5.01. OFFICERS. The officers of the corporation shall be, a President, a Secretary and a Treasurer. The corporation may also have, at the discretion of the Board, one (1) or more Vice Presidents, one (1) or more Assistant Secretaries, one (1) or more Assistant Treasurers, and such other officers with such titles and duties as shall be stated in these Bylaws or determined by the Board and as may be necessary to

enable it to sign instruments and as may be elected or appointed in accordance with the provisions of Section 5.03 of these Bylaws. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve concurrently as the President

Section 5.02. SELECTION. All officers of the corporation, except such officers as may be elected or appointed in accordance with the provisions of Section 5.03 or Section 5.05 of these Bylaws, shall be chosen by the Board and shall serve at the pleasure of the Board, subject to the rights, if any, of an officer under any contract of employment. Such officers shall hold their respective offices until their resignation, removal, or other disqualification from service, or until their respective successors shall be elected and qualified.

Section 5.03. SUBORDINATE OFFICERS. The Board may elect, and may empower the President to appoint, such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in these Bylaws or as the Board may from time to time determine.

Section 5.04. REMOVAL AND RESIGNATION. Any officer may be removed, either with or without cause, by the Board at any time or, except in the case of an officer chosen by the Board, by any officer upon whom such power of removal may be conferred by the Board. Any such removal shall be subject to the rights, if any, of an officer under any contract of employment.

Any officer may resign at any time upon written notice to the corporation without prejudice to the rights, if any, of the corporation under any contract to which the

officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.05. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular election or appointment to such office, *provided that* such vacancies shall be filled as they occur and not on an annual basis.

Section 5.06. PRESIDENT. The President is the president and chief executive officer of the corporation and has, subject to the control of the Board, general supervision, direction and control of the business and affairs of the corporation. The President shall preside at all meetings of the Board. The President has the general powers and duties of management usually vested in the office of the president and general manager of a corporation and such other powers and duties as may be prescribed by the Board.

Section 5.07. VICE PRESIDENTS. In the absence or disability of the President, the Vice Presidents, if any, in order of their rank as fixed by the Board or, if not ranked, the Vice President designated by the Board, shall perform all the duties of the President and, when so acting, shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice Presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board

Section 5.08. SECRETARY. The Secretary shall keep or cause to be kept, at the principal office of the corporation or such other place as the Board may order,

a book of minutes of all meetings and written consents of the Board and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at Board and committee meetings, and the proceedings thereof and all actions of the Sole Corporate Member affecting the corporation. The Secretary shall keep, or cause to be kept, at the principal office in the State of California the original or a copy of the corporation's Articles and these Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and its committees required by law or by these Bylaws to be given, shall keep the seal of the corporation (if any) in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board.

Section 5.09. TREASURER. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation. The books of account shall at all times be open to inspection by any director and the Sole Corporate Member.

The Treasurer shall deposit, or cause to be deposited, all moneys and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Board. The Treasurer shall disburse the funds of the corporation as may be ordered by the Board, shall render to the President and the directors, whenever they request it, an account of all transactions as Treasurer and of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board. The Treasurer shall serve as the "chief financial officer" of the corporation for purposes of the Law.

ARTICLE VI

OTHER PROVISIONS

Section 6.01. ENDORSEMENT OF DOCUMENTS; CONTRACTS.

Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance or other instrument in writing, and any assignment or endorsement thereof, executed or entered into between the corporation and any other person, when signed by (a) any one of the President or any Vice President and (b) any one of the Secretary, any Assistant Secretary, the Treasurer or any Assistant Treasurer of the corporation, is not invalidated as to the corporation by any lack of authority of the signing officers in the absence of actual knowledge on the part of the other person that the signing officers had no authority to execute the same. Any such instruments may be signed by any other person or persons and in such manner as from time to time shall be determined by the Board, and, unless so authorized by the Board, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or amount.

Section 6.02. REPRESENTATION OF SHARES OF OTHER

CORPORATIONS. The President, or any other officer or officers authorized by the Board or the President, are each authorized to vote, represent and exercise on behalf of the corporation all rights incident to any and all shares of any other corporation or corporations standing in the name of the corporation. The authority herein granted may be exercised either by such officer in person or by any other person authorized to do so by proxy or power of attorney duly executed by said officer.

Section 6.03. CONSTRUCTION AND DEFINITIONS. Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the General Provisions of the Law and in the California Nonprofit Public Benefit Corporation Law shall govern the construction of these Bylaws.

Section 6.04. MAINTENANCE OF CERTAIN RECORDS.

(a) The corporation shall keep at its principal office the original or a copy of the Articles and these Bylaws as amended to date.

(b) The accounting books, records, minutes of proceedings of the Board and the executive committee, if any, of the Board shall be kept at such place or places designated by the Board, or, in the absence of such designation, at the principal business office of the corporation. The minutes shall be kept in written or typed form, and the accounting books and records shall be kept either in written or typed form, or in any other form capable of being converted into written, typed or printed form.

(c) The original or a copy of these Bylaws or of the minutes of any incorporators', members', directors' committee or other meeting or of any resolution adopted by the Board or a committee thereof, certified to be a true copy by a person purporting to be the Secretary or an Assistant Secretary of the corporation, is prima facie evidence of the adoption of such bylaws or resolution or of the due holding of such meeting and of the matters stated therein

Section 6.05. ANNUAL REPORT. The Board shall cause an annual report to be furnished to the directors and the Sole Corporate Member not later than one hundred and twenty (120) days after the close of the corporation's fiscal year. The

annual report shall be accompanied by any report thereon of independent accountants or, if there is no such accountant's report, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation. The annual report shall contain in appropriate detail the following:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year; and
- (e) Any information required by Section 6.06 of these Bylaws.

Section 6.06. ANNUAL STATEMENT OF CERTAIN
TRANSACTIONS AND INDEMNIFICATIONS.

- (a) The corporation shall furnish annually to its directors a statement of any covered transaction or indemnifications described below, if such covered transaction or indemnification took place. Such annual statement shall be affixed to and sent with the annual report described in Section 6.05 of these Bylaws. A covered transaction under this Section 6.06 is a transaction in which the corporation was a party, and in which either of the following interested persons had a direct

or indirect material financial interest (excluding a mere common directorship):

(i) Any director or officer of the corporation, or its parent or subsidiary, or

(ii) Any holder of more than ten percent (10%) of the voting power of the corporation, its parent or its subsidiary.

(b) The statement required by this Section 6.06 shall describe briefly:

(i) Any covered transaction (including compensation of officers and directors) during the previous fiscal year involving more than \$50,000, or which was one of a number of covered transactions in which the same interested persons had a direct or indirect material financial interest and which transactions in the aggregate involve more than \$50,000.

(ii) The names of the interested persons involved in such transactions, stating such person's relationship to the corporation, the nature of such person's interest in the transaction, and, where practicable, the amount of such interest; *provided that* in the case of a transaction with a partnership of which such person is a partner, only the interest of the partnership need be stated.

(iii) The amount and circumstances of any indemnifications or advances aggregating more than \$10,000 paid during the fiscal year to any officer or director of the corporation.

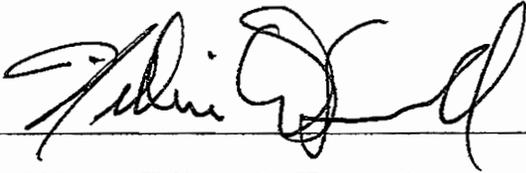
Section 6.07. INDEMNIFICATION. The corporation shall, to the maximum extent permitted by the Law and Section 4958 of the Internal Revenue Code of 1986, as amended (the “Code”), indemnify each of its directors and officers against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was a director or an officer of the corporation and shall advance to such director or officer expenses incurred in defending any such proceeding to the maximum extent permitted by the Law and Section 4958 of the Code. For purposes of this Section 6.07, a “director” or an “officer” of the corporation includes any person who is or was a director or an officer of the corporation, or is or was serving at the request of the corporation as a director or an officer of another corporation, or other enterprise, or was a director or an officer of a corporation which was a predecessor corporation of the corporation or of another enterprise at the request of such predecessor corporation. The Board may in its discretion provide by resolution for such indemnification of, or advance of expenses to, other agents of the corporation, and likewise may refuse to provide for such indemnification or advance of expenses except to the extent such indemnification is mandatory under the Law.

[certification follows]

CERTIFICATION

I hereby certify that I am the secretary of The North American Adult Soccer Association and that the foregoing Bylaws are the Bylaws as adopted by the Board of Directors of The North American Adult Soccer Association, on December 12, 2009, and that these Bylaws have not been amended or modified since that date.

Dated: December 12, 2009



_____, Secretary

Printed Name: William D. Hummell

2012 Life Member Nominations

1. Mary Pat Bell; nominated by United States Adult Soccer Association
2. Robert "Bob" Black; nominated by Richard Groff & John Sutter
3. Peter Collins; nominated by Eastern New York Youth Soccer
4. Dr. S. Robert Contiguglia; nominated by Colorado Youth Soccer
5. Marge Madriago; nominated by United States Adult Soccer Association

Marypat Bell, nominated by USASA

The Life Member Task Force reviewed the nomination of Marypat Bell and determined that she meets the criteria for eligibility to be a Life Member of the Federation under Bylaw 231. Ms. Bell was member of the Federation Board of Directors for ten years, served on both of the Federation Appeals Committee and the Federation Rules Committee for over ten years. The Life Member Task Force recommends the election of Marypat Bell as a Life Member of the Federation.

Letter of Recommendation – US Soccer Life Member

Marypat Bell

Marypat was a significant participant for United States Adult Soccer Association, USASA, and Region III for well over 15 years. She served in various roles as Treasurer, Deputy Director, Select Team Co-Chair, and Regional League Liaison. Marypat always brought great perspectives and insight to meetings and discussions. She was quick to offer an opinion, especially when she thought a discussion, rule, or policy did not benefit the Adult player. Marypat always had the player and USASA's best interest in mind. Her involvement with Region III began as Adult Chair for the Oklahoma Soccer Association. It was clear from the beginning of that involvement that she had a passion for the game and the Adult player and Marypat was quick to serve Region III. In addition, Marypat was elected as a Member at Large of the Adult Council, and served as one of the USASA Representative on the United States Soccer Association Board of Directors for 10 years. Marypat also has the distinction and honor of being one of the longest serving members of the USASA Board of Directors as well as having been the chair of the USASA Mid-year committee for 11 years. She has also served on the USSF Appeals Committee, and served as a member and chairman of the USSF Rules/Bylaw Committee for over 10 years. Marypat was inducted into the Oklahoma Soccer Hall of Fame in 2005 and to the USASA Hall of Fame in 2007.

It is our pleasure to offer this letter of recommendation to the US Soccer Life Membership Committee for Marypat Bell.

Rob LaVielle
Region III Director USASA
2010 -2012

Carlos Rodriguez
Region III Director USASA
2006 – 2010

Darius Ejlali
Deputy Director Region III USASA
2007-2012

From: richard groff [<mailto:rgroffusasa@gmail.com>]

Sent: Tuesday, November 01, 2011 5:10 PM

To: Greg Fike

Subject: Life member nominations

Greg

As Chair of the Adult Council, and on behalf of the US Adult Soccer NBOD, I would like to nominate Marge Madriago and Mary Pat Bell as US Soccer Life members

From memory I have provided the following info and will have more specific info before Friday. I believe both them will meet the requirements established by US Soccer Bylaws/Policies

Marge Madraigo

President of both California Soccer Association (Adults) - six years, and (Youth) 4 years
US Soccer NBOD eight years,
US Adult Soccer Regional Director 4 years
US Adult Soccer Vice President 12 years

Mary Pat Bell

President Oklahoma Soccer Association JOINT STATE ASSOCIATION - 12 years
US Adult Soccer Deputy Director- 10 years
US Adult Soccer NBOD 12 years
US Soccer NBOD eight years
US Soccer Rules Committee Chair 6 years

Richard Groff

2007 INDUCTEES - USASA HALL OF FAME



Marypat Bell
(1946, United States)

Marypat Bell has been involved in soccer for over 30 years. Although never a player, she has been a youth coach and an administrator at all levels. Like many others, she became involved as her four children began playing soccer. Eventually, she was elected President of her club and then her local Association, and spent over 12 years as Chairman of the Oklahoma Soccer Association. While Chairman, Marypat began her association with USASA as the adult representative from Oklahoma. As an active member in Region III, she was elected Treasurer and later Deputy Director, a position she has held for over 15 years. Bell also served as liaison to the first Regional League (Sunbelt Indoor Soccer League), which evolved into today's USL. She has served on the USSF Appeals Committee and as a member and chairman of the USSF Rules/Bylaw Committee for over ten years. Marypat was elected as a Member at Large of the Adult Council, and served as one of USASA's Representatives on the USSF Board of Directors for a decade. She also has the distinction and honor of being one of the longest serving members of the USASA Board of Directors as well as having been the chair of USASA's Midyear Meeting Committee for 11 years. She was inducted into the Oklahoma Soccer Hall of Fame in 2005. Marypat is enjoying her 25th year in education where she has been a Special Education Teacher and is currently the Special Education Department Chair at Will Rogers High School in Tulsa.



R. E. "Bob" Black Jr.
(1948, United States)

Bob has been involved in soccer for over 30 years as a player, coach, referee and administrator. He served on the North Texas State Soccer Association Executive Committee as Men's Commissioner, Indoor Commissioner, Treasurer and Vice President for eight years. Black also chaired the committee that formed the structure of the indoor soccer program in North Texas, which continues today with the largest indoor player registration in USASA. He served on USASA's Rules Committee before being elected Region III Director in 1987. During his term as Director, Bob co-led the initiative to rename the association as the United States Adult Soccer Association and has been a driving force behind the introduction and development of many of the adult programs that remain in existence today. In 1992, Bob was hired as the Director of Constituent Services, a department of US Soccer and World Cup 1994. His department oversaw the development of the computerized archiving of player registration information. Bob Black then became the Deputy Executive Director for US Soccer in 1995; departments under his supervision included Professional Player Registration, Membership Database, Protocol, International Games Permission, International Player Transfers and the US Open Cup. Bob was instrumental in the initial inclusion of MLS clubs in the US Open Cup competition. Bob retired from US Soccer in 1999 and became a consultant to US Youth Soccer for the introduction of new sponsor programs to their member associations. Since 2000, Bob has served as Executive Director for the North Texas State Soccer Association. In 2001, he and North Texas Soccer President John Sutter collaborated on the formulation of a structure which would ultimately lead to the development of Pizza Hut Park.



WASHINGTON STATE ADULT SOCCER ASSOCIATION

1/12/2012

Mr. Dan Flynn
CEO/Secretary General
United States Soccer Federation
1801 South Prairie Avenue
Chicago, IL 60616

Re: Nomination of Mary Pat Bell for Life Membership, US Soccer Federation

Dear Dan:

The Washington State Adult Soccer Association and I support the nomination of Mary Pat Bell for Life Membership in the United States Soccer Federation as provided in Federation Bylaw 231.

Over the past twenty years I have had the pleasure of working with Mary Pat Bell on a variety of initiatives in the United States Adult Soccer Association (USASA). She was the engine behind the development of the successful USASA Mid-Year meeting. She led the USASA Judicial Committee and has worked tirelessly on a variety of committees for the United States Soccer Federation. There is no greater friend and supporter of soccer than Mary Pat Bell. I am proud to call her my friend.

The Washington State Adult Soccer Association believes that Mary Pat Bell is an outstanding individual and has contributed greatly to the growth and development of soccer in the United States. She clearly deserves the honor of being a Life Member of the Federation.

Sincerely,

Timothy W. Busch
President
Washington State Adult Soccer Association

7800 NE Bothell Way Ste 170 • Kenmore, WA 98028
Phone (425) 485-7855 • Fax (425) 485-7386
wssa@wssa.org

A Proud Member of the United States Soccer Federation, Inc.



R.E. “Bob” Black Jr.,
nominated by Richard Groff and John Sutter

The Life Member Task Force reviewed the nomination of Bob Black and determined that he meets the criteria for eligibility to be a Life Member of the Federation under Bylaw 231. Mr. Black was a staff member of the Federation for eight years. The Life Member Task Force recommends the election of Bob Black as a Life Member of the Federation.

John G. Sutter
2676 Waterford Way
Carrollton, Texas 75006

January 18, 2012

United States Soccer Federation
Mr. Michael Edwards, Vice President
US Soccer House
1801-1811 S. Prairie Ave
Chicago, IL 60616

RE: Robert E. Black
Nomination – Life Membership

Dear Mike:

As a member of the US Soccer Board of Directors, I am writing this letter in support of the nomination of Mr. Robert "Bob" E. Black for the honor of "Life Membership" in the United States Soccer Federation.

I have known and worked with Bob Black for over 25 years and feel that his contributions to the game far exceed the published requirements necessary for eligibility for this very prestigious honor. Space does not permit me to list all of Bob's involvement, accomplishments and contributions, but I have attached a brief list of his soccer career highlights to this letter.

It has been my privilege to work with Bob in three different capacities over the years. First, Bob and I served together as members of the North Texas State Soccer Association Board of Directors. Bob was Executive Vice President and I had just been elected as Chairman of the ODP Program. Bob took time to instruct me in the structure and business of soccer in the United States and I had my first glimpse of his vast love for the game. After Bob joined the Federation as Deputy Executive Director / Membership Services, I continued to interact with Bob on behalf of North Texas Soccer in matters relating to the membership database, international games, the US Open Cup and other subjects. Finally, Bob and I worked side by side for ten years as I served as President and Bob Black served as Executive Director for North Texas Soccer. In my years of involvement, I have met very few individuals with the breadth, depth, and historical perspective of soccer in the USA as Bob Black.

In my humble opinion, few individuals have given as much to the game and have had as great an impact on our sport as Bob. For example, North Texas Soccer might not have an indoor program and Frisco, Texas might not have a stadium and professional team, but for the foresight and efforts of Bob Black. Bob has worked steadily and consistently through the years for the advancement of soccer with an undying love and passion for the game.

It is my sincere hope that the National Council will be in agreement with these thoughts and will unanimously support the Life Membership nomination of Robert "Bob" E. Black.

Very Truly Yours,



John G. Sutter

Robert E. Black, Jr

Soccer History

US Soccer

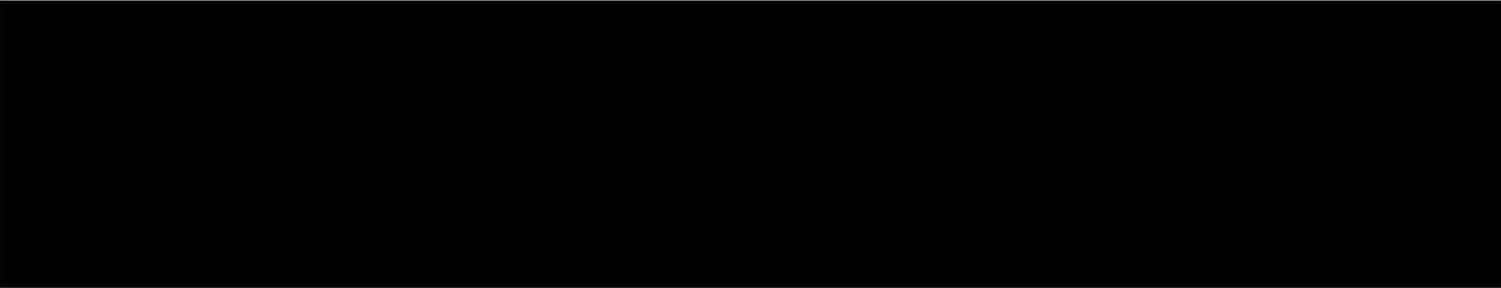
2005 Recipient - US Soccer President's Award
1992 – 1999 Deputy Executive Director / Membership Services
1998 – 1999 Member – CONCACAF Fair Play Committee
1996 – 1998 Member – Youth Committee
1994 – 1996 Member - Administration Committee

US Adult Soccer

2007 Inducted into US Adult Soccer Hall of Fame
2007 – now Member – USASA Hall of Fame Committee
1987 – 1992 Region III Director
1985 – 1987 Member – USASA Rules Committee

North Texas Soccer

2000 – 2011 Executive Director
1991 – 1993 Executive Vice President
1989 – 1991 Treasurer
1987 – 1989 Indoor Commissioner
1984 – 1987 Senior Men's Commissioner
1985 – 1988 Men's Commissioner / North Texas Premier Soccer Association
1981 – 1988 General Manager and Various Board Positions / Irving Soccer Association
1980 – 1990 Coach of Adult Women's Team / Coach-Player of Adult Men's Team
1981 – 1985 Referee
1974 – 1983 Coach of Youth Boys and Girls Teams



Greg

As a personal friend of the nominee, and member of US Soccer NBOD, I would like to nominate Robert Bob Black as a Life Member of US Soccer. Bob served on the US Soccer NBOD for many years, worked as a senior staff person for US Soccer, and a member of the US Adult Soccer NBOD as Region Three Director. Currently Bob is retired and most recently was Executive Director of North Texas Soccer Association, one of US Soccer's largest members.

I will send you additional information next week.

Richard Groff

From the Desk of:
Hank Steinbrecher
Touchline Consulting Inc.
584 Hill Avenue
Glen Ellyn, Illinois
U.S.A. 60137

Dear Dan,

It is with great pride that I recommend Mr. Robert Black as a candidate for Life Member of the United States Soccer Federation. Bob Black has had a long and storied association with our sport and the Federation. Bob began his soccer career with the North Texas Soccer Association. He served for many years on the Board of Directors of US Soccer. His national presence grew as he was appointed to a position with the 1994 World Cup Organizing Committee.

Bob was hired by US Soccer as Deputy Secretary General and was involved in all aspects of US Soccer business. After his tenure finished at US Soccer he returned to North Texas Soccer as its Executive Director.

Bob has made consistent contributions to our game. It is through his efforts that thousands of individuals play the game. He has served as a mentor to many state officials.

Therefore I want to add my voice to what I am sure is a chorus of voices calling for his inclusion as a Life Member of the United States Soccer Federation.

Most sincerely,

Hank Steinbrecher
President,
Touchline Consulting Inc.
584 Hill Avenue
Glen Ellyn, Illinois
60137

2007 INDUCTEES - USASA HALL OF FAME



Marypat Bell
(1946, United States)

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(1948, United States)

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Peter Collins, nominated by ENYYSA

The Life Member Task Force reviewed the nomination of Peter Collins and determined that he meets the criteria for eligibility to be a Life Member of the Federation under Bylaw 231. Mr. Collins was an officer of Organization Member for 27 years and provided extraordinary service to the Federation. The Life Member Task Force recommends the election of Peter Collins as a Life Member of the Federation.



EASTERN NEW YORK YOUTH SOCCER ASSOCIATION

53 NORTH PARK AVE. SUITE 207, ROCKVILLECENTRE, NY 11570
PHONE: 516-766-0849 - FAX: 516-678-7411 - EMAIL: ENYOFFICE@ENYSOCCER.COM
WWW.ENYSOCCER.COM

The Game for All Kids!

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US Soccer

US Youth Soccer

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Capital District Youth
Soccer League

Central New York State
Youth Soccer League

Cosmopolitan Junior
Soccer League

East Hudson Youth
Soccer League

Hudson Valley Youth
Soccer League

Intra American Junior
Soccer League

Long Island Junior
Soccer League

Metrokids Inter-Regional
Soccer League

Mid State New York
Soccer League

Staten Island Youth
Soccer League

Westchester Youth
Soccer League

Nomination of Peter Collins to U.S. Soccer “Life Member”

Peter C. Collins has been inducted into the National Soccer Hall of Fame, Eastern New York Youth Soccer Association (ENYSSA) Hall of Fame and Long Island Junior Soccer League (LIJSL) Hall of Fame.

When Peter became President of the LIJSL in 1977, the focus of American soccer was on the pros, specifically the Cosmos, who were attracting sellout crowds at the Meadowlands to see Pelé, Chinaglia, Franz Beckenbauer and Carlos Alberto. The LIJSL had slightly more 300 teams and girls playing soccer was a novel idea. Now, much of the strength of American soccer is in its youth programs.

Under Collins' leadership, the LIJSL became a very inclusive, innovative league. These highlights occurred while he was President:

- The growth of the league from 300 teams in 1977 to the 1,498 teams when he left as President at the start of 2004.
- In 1978, the LIJSL became the first formal soccer league to begin a Special Children's Program.
- In 1978, an annual cup competition for all LIJSL teams was created. Originally named the Long Island Cup, it morphed into the Chase Cup in 1982 and became the Waldbaum's Challenge in 1996.
- In 1980, the league began its Sportsmanship Program, which has been copied around the world.
- In 1981, the league started the high school all-star competition, the Exceptional Senior Games, which has been copied across the U.S. by other soccer leagues.
- In 1983, the LIJSL Convention was created and it quickly became America's largest soccer convention.
- The league helped create the Long Island Soccer Park in Plainview, which has been used by the LIJSL's Special Children since 1985 and other league teams on a rotational basis during the 15 years. It is now named the Peter Collins Soccer Park although Peter is so humble that he does not use his name in referring to it, much like George Washington called Washington, DC “the Federal City” instead of by its proper name.



- In the early 1990s, the league established Liberty Cups in the United States, Russia, Italy and Ireland-- the only sports tournament ever to use the same name in different nations.
- In 1979 and 1980, Peter coached the Hicksville Minutemen to the McGuire Cup finals -- the U.S. Youth Soccer Association's Boys Under-19 championship -- in 1979 and 1980.
- Peter continues to serve on various State and League Committees in a continuing effort to advance the game of soccer.

Former LIJSL office manager Susan Realbuto was quoted by *Newsday* as saying, “He is one in a million. Peter has the patience of a saint, is a gentleman among gentlemen and is an extremely fair person who always does the right thing...with a smile.”

A decade ago, then-*Newsday* local soccer writer Zak Ivkovic wrote of Peter under the headline of “Collins is a Special Volunteer”: He has been doing the job (as LIJSL President) for all the right reasons. He loves the game and loves to help the school-aged soccer players of Long Island. That’s his whole focus. It certainly isn’t the money, because he doesn’t get any...

At a time when soccer only gets in the news when something goes wrong, Collins is one of those rare gems that mirrors all the good things associated with the game, whether at its highest level of play or intramurals. In addition, he’s always seeking ways to improve the league, whether it is the officiating, finding more fields or seeking parental input...

Sometimes we take certain things for granted. This Christmas season, we should all give a large “thank you” to Peter Collins.

As many Long Islanders will tell you who have been volunteering for the LIJSL for decades, they started helping the league when Peter saw something special in them and personally recruited them. There is no one more deserving of the USSF Life Member Award than Peter and we hope that the nominating committee will look favorably upon this nomination.

Respectfully Submitted;

Richard Christiano

Richard Christiano

President

Eastern New York Youth Soccer Association

And

Sal Rapaglia

Sal Rapaglia

President

Eastern New York State Amateur Soccer Association

10/20/11 Revised 9/15 11



EASTERN NEW YORK YOUTH SOCCER ASSOCIATION
53 NORTH PARK AVE. SUITE 103, ROCKVILLE CENTRE, NY 11570
PH: 888-5-ENYOSA - FAX: 516-678-7411 - EMAIL: ENYOFFICE@ENYSOCCER.COM
WWW.ENYSOCCER.COM

The Game for All Kids!

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- US Youth Soccer
- BNYSSA
- Big Apple Soccer League
- Capital District Youth Soccer League
- Central New York State Youth Soccer League
- Cosmopolitan Junior Soccer League
- East Hudson Youth Soccer League
- Hudson Valley Youth Soccer League
- Intra American Junior Soccer League
- Long Island Junior Soccer League
- Metrokids Inter-Regional Soccer League
- Mid State New York Soccer League
- Staten Island Youth Soccer League
- Westchester Youth Soccer League

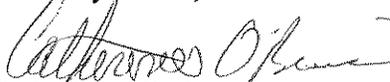
January 5, 2012

To Whom It May Concern,

The U.S. Soccer Federation (USSF) has received recommendations from Mr. Richard Christiano and Mr. Sal Rapaglia to induct Peter Collins as Life Member. I wholeheartedly concur with their recommendations and cannot think of a more worthy individual.

Furthermore, Peter Collins is a Life Member of Eastern New York Youth Soccer Association (ENYOSA). Although he is retired from his position as League President, of one the largest leagues in the nation, he is still very active in ENYOSA committees. His leadership and knowledge have continually guided ENYOSA.

Sincerely Yours,


Catherine O'Brien

Operations Administrator



Dr. S. Robert Contiguglia, nominated by CYSA

The Life Member Task Force reviewed the nomination of Dr. S. Robert Contiguglia and determined that he meets the criteria for eligibility to be a Life Member of the Federation under Bylaw 231. Dr. Contiguglia served as President of the Federation for 8 years and has served on the Federation Board of Directors for over ten years. The Life Member Task Force recommends the election of Dr. S. Robert Contiguglia as a Life Member of the Federation.

From: Jon DeStefano [<mailto:jondestef@gmail.com>]
Sent: Thursday, August 04, 2011 12:24 PM
To: Dan Flynn
Cc: 'Nate Shotts'
Subject: Nomination for Dr.Bob as Life member

August 4, 2011

To: Dan Flynn
Secretary General, U.S. Soccer

From: Jon DeStefano
President
Colorado Youth Soccer

RE: Nomination of Dr. Robert Contiguglia for Life Member

Dear Dan,

Please accept the nomination on behalf of the Colorado Youth Soccer Board of Directors of Dr. Robert Contiguglia as a Life Member of U.S. Soccer. Bob has devoted his life to the advancement of the game in this country for many decades, as a player, coach, volunteer and elected officer. He has served in many of our most important offices not the least of which are President of Colorado Youth Soccer, U.S. Youth Soccer and U.S. Soccer. Most importantly through his many years of devotion and service to the sport, he has helped shape a great future for soccer in our country and continues to do so even to this day.

Becoming a U. S. Soccer Life Member is a great honor that Bob would cherish more than anything and I know of no more deserving person.

If there is anything else I need to do or anything you need from me, Dan, please let me know.

Jon DeStefano
President
Colorado Youth Soccer
Cell: 720.276.2777
Office: 303.987.3994
jondestef@gmail.com

From the Desk of:
Hank Steinbrecher
Touchline Consulting Inc.
584 Hill Avenue
Glen Ellyn, Illinois
U.S.A. 60137

Dear Dan,

I write to you today to place before you the name of Dr. Bob Contiguglia as a candidate for Life Member of the United States Soccer Federation. Dr. Bob is a true giant of our game. From his days as a youth player in New York to his leadership positions with the Colorado Youth Soccer Association, from his Presidency of the United States Youth Soccer Association to his leadership and Presidency of the United States Soccer Federation, Dr. Bob has guided our sport into the modern age.

Under Dr. Bob's tenure our National Teams celebrated unprecedented success. The infrastructure of our organization was reshaped to create a modern day management team. Dr. Bob simply was not only the head of our organization; he was the leader of the sport in America.

Therefore it is without hesitation and without reservation that I place before you Dr. Robert Contiguglia as a candidate for Life Membership in the United States Soccer Federation.

Most sincerely,

Hank Steinbrecher
President,
Touchline Consulting Inc.
584 Hill Avenue
Glen Ellyn, Illinois
60137

Marge Madriago, nominated by USASA

The Life Member Task Force reviewed the nomination of Marge Madriago and determined that she meets the criteria for eligibility to be a Life Member of the Federation under Bylaw 231. Ms. Madriago was an officer of Organization Member for 27 years and provided extraordinary service to the Federation. The Life Member Task Force recommends the election of Marge Madriago as a Life Member of the Federation.



UTAH SOCCER ASSOCIATION

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www.utahsoccer.org

January 4, 2012

United States Soccer Federation
Mr. Michael Edwards, Vice President
5500 La Vista Grande PL., NE
Albuquerque, NM 87110

Dear Mr. Edwards

On behalf of our membership and Board of Directors of the Utah Soccer Association I would like to put forth our endorsement of the recent decision of the US Soccer Federation's Board of Directors to accept the nomination of Ms. Marge Madriago for the honor of being granted "Life Membership" in the United States Soccer Federation.

We feel that her contributions to the game at every level has far exceeded the requirements necessary in order for her to be eligible for this prestigious honor and it is our hope that our National Council is in agreement with us and will support her nomination unanimously.

I have attached her soccer resume below. We thank you for your consideration and support.

Sincerely

Bill Bosgraaf
President

MARGE MADRIAGO

Soccer History

USSF-USASA

2008 USASA Hall of Fame Award
2002-2011 USASA Vice Chairman
2001-2011 USSF Chair Werner Fricker Memorial Award
2003-2005 USASA Financial Policies
2004-2005 USSF Risk Management Policy Task Force
2004-2005 USASA Ad Hoc Registration
2002-2003 USASA Chair Site Committee
2001-2005 USSF Strategic Input Task Force Member
1996-2006 USSF NBOD Adult Commissioner
1988-1990 USSF Resource Coordinator
1988-1989 USSF Editor Federation News
1984-1989 USSF Budget Committee
1984-1985 USSF Finance Committee
1984-1985 USSF Chair National Team Selection Committee
1985 USSF Chair Special Council Meeting – San Francisco
1985 USYSA Special Budget Committee

REGION IV

2003 Region IV Hall of Fame Award
1996-2002 Region IV Director
1993-1995 Region IV Select Teams Director
1991-1992 Region IV-Men's Select Team Administrator
1982-1996 CSAN Representative
1981-1989 CYSA-N Representative
1984-1985 Region IV High School Committee-USYSA

STATE ADULT

2007- Present California Soccer Assn. North Treasurer
2006 CSAN - Presidents Lifetime Achievement Award
1993-2000 Exec. President/CEO – California Soccer Assn. North
1992-1993 Exec. Vice Pres. – CSAN
CSAN Budget Director
1991-1992 CSAN Vice President- Promotion
CSAN Chair – Region IV Cup
1992-1993 CSAN Chair-U23
CSAN Editor Newslite
1989 CSAN Hall of Fame Award
1985-1986 CSAN Vice President Promotion
1982-1985 CSAN Member at Large

1978-1982 CSAN Representative to CYSA
Women's Development
Rules and Revisions Committee

STATE YOUTH

1983-1987 Chairman/CEO California Youth Soccer Assn. North
Chair/Host USYSA/CYSA-N Workshop/Equipment Show
Initiated Automation of State Office
Managed Office/Bookstore
Instituted Internal Financial Controls

From: richard groff [<mailto:rgroffusasa@gmail.com>]

Sent: Tuesday, November 01, 2011 5:10 PM

To: Greg Fike

Subject: Life member nominations

Greg

As Chair of the Adult Council, and on behalf of the US Adult Soccer NBOD, I would like to nominate Marge Madriago and Mary Pat Bell as US Soccer Life members

From memory I have provided the following info and will have more specific info before Friday. I believe both them will meet the requirements established by US Soccer Bylaws/Policies

Marge Madraigo

President of both California Soccer Association (Adults) - six years, and (Youth) 4 years

US Soccer NBOD eight years,

US Adult Soccer Regional Director 4 years

US Adult Soccer Vice President 12 years

Mary Pat Bell

President Oklahoma Soccer Association JOINT STATE ASSOCIATION - 12 years

US Adult Soccer Deputy Director- 10 years

US Adult Soccer NBOD 12 years

US Soccer NBOD eight years

US Soccer Rules Committee Chair 6 years

Richard Groff

2007 INDUCTEES - USASA HALL OF FAME



Marge Madriago
(United States)

In the late 1960's, Marge began her soccer career as a team representative of the Federal Way in Washington, where she assisted with the Annual Canadian Exchange Program. She continued her involvement in the sport when she co-founded Southgate Youth Soccer of Sacramento, California in 1971. At the league level, Marge was selected Vice-Chairman of the Sacramento Youth Soccer League, where she established a Girls Soccer Program during 1974–1975. Enduring in her love for youth soccer, she served as Chairman and CEO of California Youth Soccer Association North for almost five years. While Chairman, Madriago initiated the automation of their state office, instituted internal financial controls, and founded the California North Referee Association. Although Marge served youth soccer for over a decade, that didn't limit her participation in adult soccer at the state level as well. In 1993, she was chosen President and CEO of California Soccer Association North, where she served until 2000. Marge then became USASA Region IV Director in 1996 and has been Vice-Chairman of USASA since 2002. For the last two decades, Marge has been actively involved in US Soccer as well. Currently, she chairs the Werner Fricker Memorial Award and is a member of the USSF Strategic Input Task Force.



Mike Maloney
(1948, United States, raised in Morocco)

Mike was a founding member of the Santa Fe Adult Soccer League (SFASL), which began play in the 1970s. In the early 1980's, Maloney was instrumental in bringing SFASL into membership with the New Mexico State Soccer Association (NMSSA) and affiliation with USASA. Since that time, Mike has served as NMSSA Director and as President of SFASL for more than ten years. During his twenty years with NMSSA, Mike has been Director and Officer, including terms as Treasurer and President of the association. Maloney also staged and managed numerous local and regional tournaments over the course of his time with the association and dedicated countless "road" hours to tournament sites in accommodating members. Mike has also represented NMSSA at regional and national meetings, volunteering to travel with its Cups and Select Teams to regional events. He is now in his fifth year as the USASA Region IV National Cups Regional Commissioner, and is currently part of USASA's Executive Committee where he serves as Region IV Deputy Director.



Section VI

Proposed Amendments to the Federation Bylaws

Summary of Bylaw Proposals

Proposed Bylaw Revision	Proposed By
Bylaw 802	Stephen Flamhaft
Bylaw 802	Stephen Flamhaft

Rule Change Proposal by Stephen Flamhaft, Life Member

Proposed Amendment

Bylaw 802 – Section 3

Proposed amendments to the bylaws shall be submitted (distributed) in writing to members of the National Council at least 60 days in advance before the National Council meeting at which the proposed amendments are to be considered.

How the Bylaw Would Be Changed

Section 3 – ~~The p~~Proposed amendments to ~~and recommendation~~ of the bylaws ~~Rules Committee~~ shall be submitted (distributed) in writing to ~~each~~ members of the National Council at least ~~30~~ 60 days in advance before the National Council meeting at which the proposed amendments are to be considered.

Rationale

Presently rule change proposals are distributed 30 days prior to the National Council meeting and are received by members as a section in the annual Book of Reports. 30 days is not sufficient time for a concerned member to properly analyze and evaluate proposals. More time, an additional 30 days, would allow for greater opportunity for discussions between members as well as submitting suggested amendments, friendly or otherwise, to the Rules Committee prior to the National Council meeting.

RULES COMMITTEE RECOMMENDATION

This proposed amendment would increase from 30 to 60 days the time before the National Council meeting for future bylaw proposals to be distributed to members of the National Council. This proposal would also eliminate the requirement that recommendations from the Rules Committee be circulated at the same time as proposals are first sent to the National Council.

The 30 days requirement in the existing bylaw harmonizes with Section 4 of Bylaw 303, which requires the Secretary General to provide notice and a proposed agenda to National Council members thirty days before the Council meeting. Adoption of this proposal would create an incongruity and would thus require the Secretary General to either distribute all materials 60 days before a National Council meeting or make two separate mailings before the National Council meeting (one with the proposals 60 days in advance, and a second mailing 30 days in advance with meeting notice and a proposed agenda). The former approach may not be practicable because Bylaw 303 authorizes other items to be added to the agenda as few as 30 days before the National Council meeting.

The adoption of this proposal would likely increase the administrative burden on the Secretary General because an additional mailing may have to be sent to each member of the National Council. While the adoption of this proposal would increase the amount of time for National Council members to consider the merits of proposals, it would do so by reducing by 30 days the time for the Rules Committee to review proposals and to work with sponsors to refine proposals before their general distribution. In addition, by uncoupling the requirement to circulate proposed amendments with recommendations from the Rules Committee, the adoption of this proposal could result in the distribution of future proposals without any accompanying analysis or recommendations from the Rules Committee.

Rule Change Proposal by Stephen Flamhaft, Life Member

Proposed Amendment

Bylaw 802 – Section 4.

The Rules Committee shall recommend specific action on proposed amendments to the articles of incorporation or these bylaws. The report of the Rules Committee shall include, if applicable, a minority opinion with the Committee's recommendation.

How the Bylaw Would Be Changed

Section 4 – The Rules Committee shall recommend specific action on proposed amendments to the articles of incorporation or these bylaws. The report of the Rules Committee shall include, if applicable, a minority opinion with the Committee's recommendation. ~~A report from the Rules Committee shall include a majority and a minority report (if applicable) of the Committee's action.~~

Rationale

Far too often the Rules Committee has, rather than make a recommendation, opted to leave the consideration of a proposed By-Law solely to the members without their recommendation.

Members often look for guidance from the Rules Committee before deciding on rule change proposals. Members should have the opportunity to read the Rules Committee's reasoning for adoption or rejection. A member then may consider and adopt or reject that recommendation. It should be clear that it shall be the responsibility of the Rules Committee to make a recommendation.

RULES COMMITTEE RECOMMENDATION

The first sentence of this proposal would require the Rules Committee to recommend that the National Council take a specific action for each proposed amendment to the Federation's articles of incorporation or bylaws. The adoption of the first sentence would mandate a change in the recent practice of the Rules Committee. The adoption of the second sentence of this proposal would not materially change the existing bylaw but would clarify that the Rules Committee only makes recommendations and does not itself take any final action on any proposed amendment.

Existing bylaws call upon the Rules Committee to offer recommendations on proposed amendments. The Rules Committee has fulfilled this obligation either by recommending specific actions or by recommending that National Council members consider certain factors before making a policy decision. For example, in recent years, the Rules Committee has specifically recommended the adoption of provisions that were necessary to comply with FIFA requirements. The Rules Committee has also, on occasion, recommended the rejection or tabling of proposals that either would have created conflicts with other bylaws or violated existing legal obligations of the Federation.

The sponsor of this proposal correctly notes, however, that the Rules Committee has refrained from recommending a specific fate for many proposals. Where, as here, the proposed amendment raises a policy question without implicating other bylaws or violating any other legal requirements, the Rules Committee has generally refrained from recommending any specific action. In such cases, the Rules Committee has instead recommended that certain considerations be taken into account before a policy choice is made. The Rules Committee has thus endeavored to provide objective analysis of proposals and their potential impact so that the Federation's elected policy-makers might make informed decisions.

The adoption of the first sentence of this proposal would require the Rules Committee to recommend a specific fate for every proposal. This change would provide National Council members with a recommendation from the Rules Committee about how

to vote on every future proposal. The creation of such recommendations would require the Rules Committee both to weigh the relative merits and to cast some final judgment on each proposal. This process could politicize the Rules Committee and might invite suspicions that the Rules Committee might have its own agenda or that the Committee might otherwise usurp the policy-making judgment of the Federation's elected policy-makers. Such concerns were raised at times further in the past when the Rules Committee had the practice of recommending a specific outcome for each proposal it reviewed.

Ultimately, the first sentence of this proposal raises a policy question about how the Rules Committee should function. The Rules Committee defers to the judgment and wishes of the National Council in this regard, and the Committee stands ready to serve in the manner desired by the Federation and its membership.



Section VII

**Affirmation of Policies Adopted Since 2011
Annual General Meeting**

Summary of Policy Amendments

Proposed Policy Revision	Proposed By
Policy 411-1	Sunil Gulati
Policy 531-1	U.S. Soccer Referee Committee
Policy 601-6	Dan Flynn
Policies 214-2, 601-2, 601-8	Task Force on Professional Player Registration



PROPOSED BY THE PROFESSIONAL PLAYER REGISTRATION TASK FORCE

I. PROPOSED AMENDMENT TO POLICIES 241-2, 601-2, AND 601-8

Policies 241-2, 601-2 and 601-8 are amended as follows:

Policy 241-2—Membership Fees

Section 10 Professional Player Fee for Non-Professional League Members

Professional Player Registration Fee	\$50 (per year of the contract)
(\$10 per contract year to be returned to the Organization Member that registers the player with the Federation and \$10 per contract year to be returned to State Association in which team is registered; up to a maximum amount of \$1,333 per team in a calendar year)	
Professional Player Transfer Fee	\$20
Professional Player Release Fee	\$10
Professional Player Loan Fee	\$20
Professional Player Loan Termination Fee	\$10
Professional Player Amateur Reinstatement Fee	\$50

Policy 601-2—Registration of Professional Players-Registration Procedures

Section 2. Clubs Eligible to Register Professional Players

Any club which is a member of an association or league affiliated with this Federation may register a professional player, except no professional player may be registered to compete on a youth team (u-19 or younger) which is a member of an Organization Member.

Policy 601-8—Professional League Player Registration

[Section 12 Deleted]

II. HOW THE POLICIES WOULD BE AMENDED

[Matter being deleted is shown by striking through that matter [strike through] and words being added are shown by being underlined [added]]

Policy 241-2—Membership Fees

Section 10 Professional Player Fee for Non-Professional League Members

<u>Professional Player Registration Fee</u>	<u>\$50 (per year of the contract)</u>
<u>(\$10 per contract year to be returned to the Organization Member that registers the player with the Federation and \$10 per contract year to be returned to State Association in which team is registered; up to a maximum amount of \$1,333 per team in a calendar year)</u>	



Professional Player Transfer Fee	\$20
Professional Player Release Fee	\$10
Professional Player Loan Fee	\$20
Professional Player Loan Termination Fee	\$10
Professional Player Amateur Reinstatement Fee	\$50

Policy 601-2—Registration of Professional Players-Registration Procedures

Section 2. Clubs Eligible to Register Professional Players

Any club which is a member of an association or league affiliated with this Federation may register a professional player, except no professional player may be registered to compete on a youth team (u-19 or younger) which is a member of an Organization Member Youth State Association.

Policy 601-8—Professional League Player Registration

~~Section 12.—Player Registration Fees~~

~~The annual fee for registration of players on a professional team playing in a professional league shall be \$1,000 for each team. This fee shall be payable to the United States Soccer Federation office at least 60 days prior to the league’s opening game.~~

This policy was adopted by the Board of Directors at its meeting on November 20, 2011.



PROPOSED BY SUNIL GULATI

I. PROPOSED AMENDMENTS TO POLICY 411-1

Policy 411-1 would be amended to read as follows:

Policy 411-1 -- Federation Responsibility

No officer, employee or agent of this Federation shall, nor shall they have the authority to, make or execute any contracts or agreements of any nature if said contract or agreement causes or may cause this Federation to be obligated to expenditures or other obligations the sum of which exceeds Ten Thousand Dollars (\$10,000.00) for any fiscal year, or if the obligation has a term or establishes an obligation extending beyond one year, then the sum of which exceeds Twenty Five Thousand Dollars (\$25,000.00) over the life of the obligation, unless and until said contract or agreement has been approved by a majority vote of the Board of Directors at a duly called meeting of the Board of Directors. Notwithstanding this policy, the Secretary General shall have the authority to sign agreements for the day to day operations of the Federation such as agreements with stadia, hotels, other FIFA National Associations, vendors and independent contractors, notwithstanding the amount of obligation, provided that such agreements may not exceed three (3) years.

II. HOW THE POLICY WOULD BE AMENDED

[Matter being deleted is shown by striking through that matter [~~strike through~~] and words being added are shown by being underlined [added]

Policy 411-1 -- Federation Responsibility

No officer, employee or agent of this Federation shall, nor shall they have the authority to, make or execute any contracts or agreements of any nature if said contract or agreement causes or may cause this Federation to be obligated to expenditures or other obligations the sum of which exceeds Ten Thousand Dollars (\$10,000.00) for any fiscal year, or if the obligation has a term or establishes an obligation extending beyond one year, then the sum of which exceeds Twenty Five Thousand Dollars (\$25,000.00) over the life of the obligation, unless and until said contract or agreement has been approved by a majority vote of the Board of Directors at a duly called meeting of the Board of Directors. Notwithstanding this policy, the Secretary General shall have the authority to sign agreements for the day to day operations of the Federation such as agreements with stadia, hotels, other FIFA National Associations, vendors and independent contractors, notwithstanding the amount of obligation, provided that such agreements may not exceed three (3) years.

This policy was adopted by the Board of Directors at its meeting on November 20, 2011.

PROPOSED BY THE U.S. SOCCER REFEREE COMMITTEE

I. PROPOSED AMENDMENTS TO POLICY 531-1

Policy 531-1 would be amended to read as follows:

Policy 531-1 -- Referee Administration

Section 6. Each National Affiliate, National Association, National Member and Other Affiliate shall designate to the Secretary General annually a specific point of contact (e.g. director of game officials, referee committee chair, etc.), and an alternate person responsible for matters related to game officiating, with contact information for both the director and alternate director. This point of contact shall be responsible for organizational compliance with Federation policies related to referees and for compliance with the provisions of Policy 531-9 – Misconduct Towards Game Officials and Policy 531-10 – Misconduct of Game Officials. The Referee Department Staff of the Federation shall insure that such contact information is provided to each State Referee Administrator to facilitate reporting of referee abuse and assault and misconduct of game officials.

II. HOW THE POLICY WOULD BE AMENDED

[Matter being deleted is shown by striking through that matter [~~strike through~~]-and words being added are shown by being underlined [added]

Policy 531-1 -- Referee Administration

Section 6. Each National Affiliate, National Association, National Member and Other Affiliate shall designate to the Secretary General annually a specific point of contact (e.g. director of game officials, referee committee chair, etc.), and an alternate person responsible for matters related to game officiating, with contact information for both the director and alternate director. This point of contact shall be responsible for organizational compliance with Federation policies related to referees and for compliance with the provisions of Policy 531-9 – Misconduct Towards Game Officials and Policy 531-10 – Misconduct of Game Officials. The Referee Department Staff of the Federation shall insure that such contact information is provided to each State Referee Administrator to facilitate reporting of referee abuse and assault and misconduct of game officials.

This policy was adopted by the Board of Directors at its meeting on .



PROPOSED BY DAN FLYNN

I. PROPOSED AMENDMENTS TO POLICY 601-6

Policy 601-6 would be amended to read as follows:

Policy 601-6 -- International Clearances

For a player who comes to the United States on or after the player is 12 years of age, the player must request and receive an international clearance from the Federation.

II. HOW THE POLICY WOULD BE AMENDED

[Matter being deleted is shown by striking through that matter ~~[strike through]~~ and words being added are shown by being underlined [added]

Policy 601-6 -- International Clearances

For a player who comes to the United States on or after the player is 12 years of age, the player must request and receive an international clearance from the Federation. ~~However, an international clearance is not required of a player who is 12, 13, 14, 15, or 16 years of age if the player and the player's parent or guardian signs a statement that the player has not signed a professional contract or received money from any team for playing soccer.~~

III. RATIONALE

The proposed amendment is meant to bring U.S. Soccer into compliance with the FIFA TMS requirements for international transfers involving minors.

This policy was adopted by the Board of Directors at its meeting on June 4, 2011.



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