PROCEEDINGS

UNITED STATES SOCCER FEDERATION

92nd ANNUAL GENERAL MEETING
NATIONAL COUNCIL MEETING

Waikoloa, Hawaii

Hilton Waikoloa Village

February 16, 2008

9:00 a.m. - 10:30 a.m.

Reported by Kathleen A. Kopta, RMR, CRR
AGENDA

I. Opening Remarks and Introduction
II. Moment of Silence
III. Pledge of Allegiance
IV. Roll Call
V. Credentials Committee Report

VI. Approval of AGM 2007 Minutes

VII. Reports of Officers and Committees
A. President’s Report
B. Vice-President’s Report
C. Treasurer’s Report
D. Secretary General’s Report
E. Executive Director’s Report
F. United States Power Soccer Council meeting

VIII. New Business
A. Proposed Budget Fiscal Year, 2008
B. Bylaws 301, 302, 401, 402 & 412 (Sunil Gulati)
C. Resolutions

IX. Election of Vice-President

X. Election of Independent Director

XI. Election of Board Members

XII. Proposed Amendments to the Federation Bylaws
A. Bylaws 301, 302, 401, 402 & 412 (Sunil Gulati)
B. Bylaws 401 (Stephen Flamhaft for Eastern New York Amateur Soccer Association)

XIII. Affirmation of Federation policies adopted since
2007 AGM (Proposal A is to be considered at the February Board meeting and, if approved, details will be distributed in a separate packet on the day of the National Council meeting)

XIV. For the Good of the Game

XV. Adjournment

RESLING SPORTSCRIPT (719)632-6391; (719)661-7226 (cell)
information, compiling all of that, and then apply mathematical standards to make sure that the three councils, the non-athlete councils all are weighted absolutely equally.

Clearly the youth, with the largest in number of players, ends up being the weighting of one. The pros and the adults, you have to weight each vote so you end up absolutely equivalent to exactly what the youth is.

You add in the Board of Directors, other voters as well, life members, past president. All of these combined constitute the total non-athlete weighted vote, and then you bring in the factor of the athletes. We follow the standards of the U.S. Amateur Sports Act in applying our mathematical wizardry to pull it all together. So that's an important process that we have to follow very precisely, and I thank the members of the Credentials Committee and also the members of the staff in making that very possible and so easy.

Prior to roll call, though, I will give you -- and by the way, the roll call has the purpose of establishing which organizations are actually present here in the room at the time of the beginning of the meeting. The reason that we do that is so that we can determine whether or not the keypads will be used. There are members of the committee that are around the room. When I go through the roll call and then repeat those, the organizations do not declare that they're present or here, and we'll repeat them a second time after I've gone through the whole group.

We'll actually pick up those keypads and take them over to this side of the room. If that organization appears later on, they're welcome to pick them up and then they'll participate fully in the process. The reason that we go ahead and pick them up is so that only members of that group would be using those keypads, but they're certainly welcome to pick them up if they show up later on.

I'm going to give you in advance of the roll call the weighted multipliers that we developed for this particular meeting. For the Youth Council, 1.00. Every vote has a weight of one. For the Adult Council, 1.42. Each vote is weighted that amount, and you end up with the equivalent overall impact for the Adult Council equal to the Youth Council. For the Professional Council, 18.62. For the Athletes Council, 19.10. Other members, life members and National Board of Directors, 1.00. The non-athlete total weighted vote, 759. The athletes' delegates' weighted vote, 191. Total votes, 950. If all delegates vote, and that very rarely occurs, you would have to have 50 percent plus one. In this case, that would be 476. If all delegates vote, a two-thirds majority vote, and I don't think we're having anything of that nature today, would be 634.

The point that Larry was asking about was: Are the other members, life members and National BOD, included in that non-athlete total weighted vote, and the answer is yes.

Roll call. I will ask that you state as clearly as possible whether the organization that I'm mentioning is present or here. When you're way up here and you're trying to keep up with it, it's not easy sometimes to hear. So I would ask that you declare it rather forcefully. I'll start with the youth.

(The following represents the roll call by Bob Kepner; the answers by the respective parties.)

Q    Alabama?
A    Here.

Q    Alaska?
A    Here.

Q    Arizona?

Q    Arkansas?
A    Here.

Q    Cal North?
A    Here.

Q    California South?
A    Here.

Q    Colorado?
A    Here.

Q    Connecticut?
A    Here.

Q    Delaware?
A    Here.

Q    Eastern New York?
A    Here.

Q    Eastern Pennsylvania?
A    Here.

Q    Florida?
A    Here.

Q    Georgia?
A    Here.

Q    Hawaii?
A    Here, aloha.

Q    Idaho?
A    Here.

Q    Idaho?
A    Here.

Q    Idaho?
A    Here.

Q    Idaho?
A    Here.
<table>
<thead>
<tr>
<th>Page 10</th>
<th>Page 11</th>
<th>Page 12</th>
<th>Page 13</th>
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<tbody>
<tr>
<td>Q Illinois?</td>
<td>Q Oklahoma?</td>
<td>Q Arkansas?</td>
<td></td>
</tr>
<tr>
<td>Q Indiana?</td>
<td>Q Oregon?</td>
<td>Q California North?</td>
<td></td>
</tr>
<tr>
<td>Q Iowa?</td>
<td>Q Pennsylvania West?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Kansas?</td>
<td>Q Rhode Island?</td>
<td>Q Colorado?</td>
<td></td>
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<tr>
<td>Q Kentucky?</td>
<td>Q South Carolina?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Louisiana?</td>
<td>Q South Dakota?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Maine?</td>
<td>Q South Texas?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Maryland?</td>
<td>Q Tennessee?</td>
<td>Q Connecticut?</td>
<td></td>
</tr>
<tr>
<td>Q Massachusetts?</td>
<td>(No response.)</td>
<td>(No response.)</td>
<td></td>
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<tr>
<td>(No response.)</td>
<td>A Here.</td>
<td>A Here.</td>
<td></td>
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<tr>
<td>Missouri?</td>
<td>Q West Virginia?</td>
<td>A Here.</td>
<td></td>
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<tr>
<td>(No response.)</td>
<td>A Here.</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Nebraska?</td>
<td>Q Wyoming?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>(No response.)</td>
<td>A Here.</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Nevada?</td>
<td>(No response.)</td>
<td>A Here.</td>
<td></td>
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<tr>
<td>(No response.)</td>
<td>Also part of the Youth Council, we have</td>
<td></td>
<td></td>
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<tr>
<td>New Hampshire?</td>
<td>four persons representing AYSO. Mark Stewart?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Q New Jersey?</td>
<td>Q Rick Davis?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q New Mexico?</td>
<td>Q Paula Berriz?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>(No response.)</td>
<td>A Here.</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>A Here.</td>
<td>Q Switching over to adult, USASA first.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Q North Dakota?</td>
<td>Alabama?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(No response.)</td>
<td>A Here.</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q Ohio South?</td>
<td>Q Arkansas?</td>
<td>A Here.</td>
<td></td>
</tr>
<tr>
<td>Q South Texas?</td>
<td>Q California North?</td>
<td>A Here.</td>
<td></td>
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<td>Page 14</td>
<td>Page 16</td>
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<tr>
<td><strong>1</strong></td>
<td>Q California South?</td>
<td><strong>1</strong></td>
<td>Q Nevada?</td>
</tr>
<tr>
<td><strong>2</strong></td>
<td>A Here.</td>
<td><strong>2</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>3</strong></td>
<td>Q Colorado?</td>
<td><strong>3</strong></td>
<td>Q New Hampshire?</td>
</tr>
<tr>
<td><strong>4</strong></td>
<td>A Here.</td>
<td><strong>4</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>5</strong></td>
<td>Q Connecticut?</td>
<td><strong>5</strong></td>
<td>Q New Jersey?</td>
</tr>
<tr>
<td><strong>6</strong></td>
<td>A Here.</td>
<td><strong>6</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>7</strong></td>
<td>Q Delaware?</td>
<td><strong>7</strong></td>
<td>Q New Mexico?</td>
</tr>
<tr>
<td><strong>8</strong></td>
<td>(No response.)</td>
<td><strong>8</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>9</strong></td>
<td>Eastern New York?</td>
<td><strong>9</strong></td>
<td>Q North Carolina?</td>
</tr>
<tr>
<td><strong>10</strong></td>
<td>A Aloha. Present.</td>
<td><strong>10</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>11</strong></td>
<td>Q Eastern Pennsylvania?</td>
<td><strong>11</strong></td>
<td>Q North Dakota?</td>
</tr>
<tr>
<td><strong>12</strong></td>
<td>A Present.</td>
<td><strong>12</strong></td>
<td>(No response.)</td>
</tr>
<tr>
<td><strong>13</strong></td>
<td>Q Florida?</td>
<td><strong>13</strong></td>
<td>North Texas?</td>
</tr>
<tr>
<td><strong>14</strong></td>
<td>A Here.</td>
<td><strong>14</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>15</strong></td>
<td>Q Georgia?</td>
<td><strong>15</strong></td>
<td>Q Ohio North?</td>
</tr>
<tr>
<td><strong>16</strong></td>
<td>A Here.</td>
<td><strong>16</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>17</strong></td>
<td>Q Hawaii?</td>
<td><strong>17</strong></td>
<td>Q Oklahoma?</td>
</tr>
<tr>
<td><strong>18</strong></td>
<td>A Here.</td>
<td><strong>18</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>19</strong></td>
<td>Q Idaho?</td>
<td><strong>19</strong></td>
<td>Q Oregon?</td>
</tr>
<tr>
<td><strong>20</strong></td>
<td>A Here.</td>
<td><strong>20</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>21</strong></td>
<td>Q Illinois?</td>
<td><strong>21</strong></td>
<td>Q Pennsylvania West?</td>
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<tr>
<td><strong>22</strong></td>
<td>A Here.</td>
<td><strong>22</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>23</strong></td>
<td>Q Indiana?</td>
<td><strong>23</strong></td>
<td>Q Rhode Island?</td>
</tr>
<tr>
<td><strong>24</strong></td>
<td>A Here.</td>
<td><strong>24</strong></td>
<td>A Here.</td>
</tr>
<tr>
<td><strong>25</strong></td>
<td>Q Iowa?</td>
<td><strong>25</strong></td>
<td>Q South Carolina?</td>
</tr>
</tbody>
</table>

**Page 15**

<p>| <strong>1</strong> | A Here. | <strong>1</strong> | (No response.) |
| <strong>2</strong> | Q Kansas? | <strong>2</strong> | South Dakota? |
| <strong>3</strong> | A Here. | <strong>3</strong> | (No response.) |
| <strong>4</strong> | Q Kentucky? | <strong>4</strong> | Southern Ohio? |
| <strong>5</strong> | A Here. | <strong>5</strong> | A Here. |
| <strong>6</strong> | Q Louisiana? | <strong>6</strong> | Q Tennessee? |
| <strong>7</strong> | A Here. | <strong>7</strong> | A Here. |
| <strong>8</strong> | Q Maryland? | <strong>8</strong> | Q Texas South? |
| <strong>9</strong> | A Here. | <strong>9</strong> | A Here. |
| <strong>10</strong> | Q Massachusetts? | <strong>10</strong> | Q Utah? |
| <strong>11</strong> | A Here. | <strong>11</strong> | A Here. |
| <strong>12</strong> | Q Metro D.C. Virginia? | <strong>12</strong> | Q Vermont? |
| <strong>13</strong> | A Here. | <strong>13</strong> | A Here. |
| <strong>14</strong> | Q Michigan? | <strong>14</strong> | Q Washington? |
| <strong>15</strong> | A Here. | <strong>15</strong> | A Here. |
| <strong>16</strong> | Q Minnesota? | <strong>16</strong> | Q West Virginia? |
| <strong>17</strong> | A Here. | <strong>17</strong> | A Here. |
| <strong>18</strong> | Q Mississippi? | <strong>18</strong> | Q Western New York? |
| <strong>19</strong> | (No response.) | <strong>19</strong> | A Here. |
| <strong>20</strong> | Missouri? | <strong>20</strong> | Q Wisconsin? |
| <strong>21</strong> | A Here. | <strong>21</strong> | A Here. |
| <strong>22</strong> | Q Montana? | <strong>22</strong> | Q Wyoming? |
| <strong>23</strong> | A Here. | <strong>23</strong> | (No response.) |
| <strong>24</strong> | Q Nebraska? | <strong>24</strong> | Direct affiliates of USASA. AYSO Amateur League, Daniel Klein? |
| <strong>25</strong> | A Here. | <strong>25</strong> | League, Daniel Klein? |</p>
<table>
<thead>
<tr>
<th>Page 18</th>
<th>Page 19</th>
<th>Page 20</th>
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<tbody>
<tr>
<td>1</td>
<td>A Here.</td>
<td>1</td>
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<tr>
<td>2</td>
<td>Q United Soccer Leagues?</td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td>A Here.</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Q Champions League, John Zanetti?</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>A Here.</td>
<td>5</td>
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<tr>
<td>6</td>
<td>Q Women's Premier Soccer League, Jerry Zanelli and Lorena Snyder?</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>A Here.</td>
<td>7</td>
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<td>8</td>
<td>Q National Premier Soccer League, Dan Trainor?</td>
<td>8</td>
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<tr>
<td>9</td>
<td>A Here.</td>
<td>9</td>
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<tr>
<td>10</td>
<td>Q Mid Atlantic Showcase Soccer League Bohdan Porytko?</td>
<td>10</td>
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<tr>
<td>11</td>
<td>A Here.</td>
<td>11</td>
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<tr>
<td>12</td>
<td>Q Professional Council. Major League Soccer, Geoff Hayes?</td>
<td>12</td>
</tr>
<tr>
<td>13</td>
<td>A Here.</td>
<td>13</td>
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<td>14</td>
<td>Q United States Specialty Sports Association?</td>
<td>14</td>
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<tr>
<td>15</td>
<td>A Here.</td>
<td>15</td>
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<tr>
<td>16</td>
<td>Q Russell Sargent?</td>
<td>16</td>
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<tr>
<td>17</td>
<td>A Here.</td>
<td>17</td>
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<td>18</td>
<td>Q Jef Thiffault?</td>
<td>18</td>
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<tr>
<td>19</td>
<td>(No response.)</td>
<td>19</td>
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<tr>
<td>21</td>
<td>A Here.</td>
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<td>22</td>
<td>Q Takehiko Nakamura.</td>
<td>22</td>
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<td>23</td>
<td>(No response.)</td>
<td>23</td>
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<td>25</td>
<td>A Here.</td>
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<tr>
<td>1</td>
<td>Q Christie Lenox?</td>
<td>1</td>
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<tr>
<td>2</td>
<td>A Here.</td>
<td>2</td>
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<tr>
<td>3</td>
<td>Q Jef Thiffault?</td>
<td>3</td>
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<tr>
<td>4</td>
<td>(No response.)</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Marisabel Munoz?</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>(No response.)</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>Will Wilson?</td>
<td>7</td>
</tr>
<tr>
<td>8</td>
<td>(No response.)</td>
<td>8</td>
</tr>
<tr>
<td>9</td>
<td>United Soccer Leagues, Timothy Holt?</td>
<td>9</td>
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<td>10</td>
<td>A Here.</td>
<td>10</td>
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<td>11</td>
<td>Q Francisco Marcos?</td>
<td>11</td>
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<tr>
<td>12</td>
<td>A Here.</td>
<td>12</td>
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<td>13</td>
<td>Q Mathew Weibe?</td>
<td>13</td>
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<td>14</td>
<td>A Here.</td>
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<td>16</td>
<td>A Here.</td>
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<td>17</td>
<td>Q Athletes Council, Marcelo Balboa?</td>
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<td>18</td>
<td>A Here.</td>
<td>18</td>
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<td>19</td>
<td>Q Mike Burns?</td>
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<td>20</td>
<td>A Here.</td>
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<td>21</td>
<td>Q Mark Dodd?</td>
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<tr>
<td>22</td>
<td>A Here.</td>
<td>22</td>
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<tr>
<td>23</td>
<td>Q Lorrie Fair?</td>
<td>23</td>
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<td>24</td>
<td>A Here.</td>
<td>24</td>
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<tr>
<td>25</td>
<td>Q Danielle Fotopolos?</td>
<td>25</td>
</tr>
</tbody>
</table>
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1 Foster Perry?
2 (No response.)
3 Darl Rose?
4 A Here.
5 Q Alan Rothenberg?
6 A Here.
7 Q Howard Rubenstein?
8 A Here.
9 Q Hank Steinbrecher?
10 A Here.
11 Q Board of Directors. Bill Goaziou?
12 (No response.)
13 Brooks McCormick?
14 A Here.
15 Q Burton Haines?
16 A Here.
17 Q Carlos Haimes?
18 A Here.
19 Q Don Garber?
20 A Here.
21 Q Fabian Nunez.
22 (No response.)
23 Jim Hamilton?
24 A Here.
25 Q Larry Monaco?

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1 A Here.
2 Q Mike Edwards?
3 A Here.
4 Q Mike McDaniel?
5 A Here.
6 Q Peter Vermes?
7 A Here.
8 Q Sunil Gulati?
9 A Here.
10 Q Amanda Cromwell?
11 A Here.
12 Q Jon McCullough?
13 A Here.
14 Q Kevin Payne?
15 (No response.)
16 The last category, past presidents.
17 Dr. Bob Contiguglia?
18 A Here.
19 I will briefly run through the
20 organizations that did not indicate they were
21 present.
22 Arizona Youth, Mississippi Youth, Montana
23 Youth, Nebraska Youth, Nevada Youth, New York West
24 Youth, North Dakota Youth, Tennessee Youth, Wyoming
25 Youth.

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1 On the adult side, Delaware Adult,
2 Mississippi Adult, North Dakota Adult, South Carolina
3 Adult, South Dakota adult, Wyoming Adult, United
4 Soccer Leagues.
5 Professional Council, Christie Lenox,
6 Takehiko Nakamura, Jef Thiffault, Marisabel Munoz,
7 Will Wilson, United States Specialty Sports
8 Association, Major Indoor Soccer League, Super-Y
9 League, National Soccer Hall of Fame, Marty
10 Mankamyer, Pete Masotto, Foster Perry, Bill Goaziou,
11 Fabian Nunez, and Kevin Payne.
12 Mr. President, the podium is yours.
13 Thank you.
14 PRESIDENT GULATI: Thank you, Bob. How
15 many delegates are here for their first Annual
16 General Meeting? Looks like about 15. Welcome.
17 Part of the reason Bob went into more detail in the
18 beginning is we always have new members. Welcome to
19 your first meeting.
20 If I could ask those of you who have been
21 at 20 or more AGMs to stand up for a second. For the
22 first timers, these folks have been here for a long
23 time. Thank you. Recognize our veterans.
24 (Applause.)
25 Let me recognize one other group which is

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1 represented today, I think, greater numbers than
2 we've ever had. If you look over to your left, we
3 have today by my count 14 athletes, all of whom who
4 have represented us at international level, whether
5 it's on the women's side, the men's side, Paralympic
6 side. It looks like we have an equal representation
7 of men and women. An extraordinary group. As I said
8 in a couple of the meetings yesterday, there is no
9 National Team players council. They and what they
10 represent and our teams belong to everyone's efforts
11 in this room. If I could ask the athletes to stand
12 for just a minute and we can recognize you.
13 (Applause.)
14 In particular, I want to thank in the
15 athletes group Peter Vermes, who has been chair for a
16 number of years, has worked very hard to make sure we
17 get the representation we got today, and Linda
18 Hamilton, who has been the Vice-Chair of the Athletes
19 Council in her last meeting today because she's timed
20 out. The athletes can only serve for another
21 ten years after they finish playing for the National
22 Team. Thank you, Linda and Peter. Linda was part of
23 our first World Championship in 1991 in China.
24 (Applause.)
25 Linda, why don't you stand, because you
clearly want to stand right about now.

(Appplause.)

If the bar bill that was under my door this morning was signed on your name, we've got another issue.

First order of business is the approval of the minutes from the 2007 National Council Meeting. You would have seen that in your book. Do we have any amendments or concerns about the minutes from the 2007 National Council Meeting? Moved and approval of Mr. Edwards. Ms. Madriago seconded. Hearing no objections, we'll pass those unanimously.

(Motion passed.)

We move on to reports of officers and committees. Failing to secure the rights for the Bloom video, we've got another quick video we'd like to show you, if we could cue up that first video, please.

(Video shown.)

(Applause.)

Most recently created Nike video on the men's side. Later on this summer they'll have a number of them leading into the Olympics for both the men's and women's Olympic team.

As I did last year, I want to go through a quick presentation on the few of the things that we've been doing at a national level. A few of the things we want to do, a few of the successes and a few of the challenges, as well as a few of the places that I think we've fallen short and probably have a lot to do.

That's kind of what we are about. I don't have membership services in there, but that surrounds everything we do. On the field competition, the commercial side, which in great measure funds what we want to do in that first area, and then how we tell people about what we're doing on the media side. I've identified all of those a couple of years ago as important targets of ours.

The two big areas, one is on the field. Areas of playing, coach, referee development that we all talk about. Four areas that I identified in my first speech two years ago, areas that I wanted to focus on in this four years. Events, we'll talk about that. Broadcast development. By that, I mean how do we tell people about what we're doing? How do we get people motivated to soccer? In this age, it's not by word of mouth so much, but by communication in other ways. An issue of diversity and, generally, international relations.

Where we are with our National Team. Not where we want to be, but still doing pretty well. It was a very good year for the Men's National Team. Gold Cup champions. We continued our unbeaten streak against Mexico to the point where, as I said to Bob Bradley when I walked into the Men's National Team locker room after the game and there is great disappointment with a 2-2 draw and you hear the Mexican players saying it was a moral victory. We've come a long way when that's the case, when we're disappointed with a draw and Mexico is ecstatic with a draw.

Looking forward, we start World Cup qualifying in June against either Dominica or Barbados.

Our women's team. Think about what that first line the subheading means. A disappointing finish. Ranked second in the world, but we didn't win the gold medal, which was a disappointment for our players, our staff, and all of us because the bar is so high for that particular team. We have a new coach with the team, our first foreign coach. We've got women's professional soccer starting next year.

The outlook is certainly bright. Hopefully we're on the part of the podium where all the players and all of us want to be come Beijing.

Continuing on the women's side, we've set up a task force with some pretty prominent names, among the most prominent names involved in the sport in America. Three of our National Team coaches, all of whom have won gold medals. In one case as a player and as a coach. In the case of Carin Gabarra of whom have won gold medals. In one case as a player and as a coach. In the case of Carin Gabarra as a player. She hasn't coached our team. To look at everything we do on the women's side of the game, to analyze it and see how we can do it better.

We've got two World Championships on the women's side, as well as the Olympic Championship. We've got the U-17s and the Under-20 World Cup. In the case of the Under-20 World Cup, we've asked Tony DiCicco, who has won multiple gold medals with us as a coach, to take that team. And he's started off 3-0 in Chile during the last week.

Our youth national teams. We spend more money on our youth than anywhere else in the world. A huge increase over the last five years in both programming and obviously the related expenditure. We've traveled to 32 countries and have played against 65 different teams, but we haven't won any medals in that period of time. We're doing a lot, but we haven't won any medals. In fact, our best
finish is still from 1989 where we finished fourth. Tied in 1991 when we finished fourth in the Under-17 World Cup. Still a long way to go. Our Under-17s this past year got to the round of 16. Our Under-20s have continued to qualify for every World Championship, and this past summer we had a great result when we beat Brazil but unfortunately didn't quite get where we needed to when we lost to Austria in overtime.

We started a program, the U.S. Development Academy. Kevin Payne and others have been heavily involved in the technical realm, everything we're doing on the men's side. One of the conclusions they came to was that we've got overplay, not enough training. And so we started a program where best teams, best players in the country, not exclusively, are playing in a unique environment. Those are where those clubs are located. Some of them won't be playing next year. There may be additional ones.

Coaching and referee programs. On the coaching side, we've had 20,000 copies of the best practices document, which a number of you are familiar with, and we're talking about developing a license for the academy. On the referee side, we started a Pro Track. We've got full-time referees, one of the few countries in the world. This year we focus on technological assistance for our referees in training.

A few of the key events we have coming up. We just played Mexico last week. Our attendance continues to grow across the board. We've got Olympic qualifying on the men's side in March in Tampa, in Nashville, and Los Angeles and on the women's side in Juarez, Mexico, a few weeks later.

A lot of you have heard what we may or may not do regarding the 28-team World Cup. By June 1 it's my attention to announce that we are either going forward in bidding for the World Cup or not. It's quite clear FIFA would like us to bid for the World Cup. We're trying to determine if FIFA wants us to win the right to host the World Cup or if they just want us to bid. If it's the latter, we certainly will go for it. We'll decide in the next 90 days or so. It's an expensive process. It's a difficult process, but it's a big payday. And I don't mean financially, but in terms of bringing great notoriety to the sport in the United States. Luckily in the last two years we've had this meeting a few weeks after an important game. In this case it was the Mexico game. We didn't win like we did last year. Some of the results of that Mexico game. 70,000 people, a gross gate of roughly 3.8 million, a record for us. Continuation of our success on the field, although a disappointment in not winning the game. 7 million viewers. As Don Garber pointed out, beat American Idol in a number of markets, which I guess now is the standard if you're successful or not. And our first multi-platform event, we were live on two networks with a number of interviews, post-game, pre-game on ESPN 360, on our own website, the replay of the game from last year on ESPN Classic. So a first, reaching an audience in many different ways in multiple languages.

What we've got around the corner for the National Team program. I mentioned the Beijing qualifying, and then August hopefully we're playing in the Olympics. On the men's side, a game against Poland on the 26th. We'll start qualifying in June. If we advance, six games in the fall and a second round of qualifying, including a potential away game against Cuba. We've got a friendly game against Spain set and probably two others against top 15 opponents in and around late May and early June.

On the women's side, qualifying, as I mentioned, in Juarez. The Olympics and then, with a little bit of luck, a victory tour in September, October, maybe early November. On the youth side, two world championships in New Zealand and Chile on the girls' and women's side.

A big part of what we've been trying to focus on in the last couple of years is how we reach more people. How we reach more people, how we reach young people in ways that perhaps we didn't learn about the game five years ago, ten years ago, or even a year ago. Those are some of the things that we're doing.

If you go onto our website you can pull up of any number of videos. Interviews with coaches, players, training videos and so on. Those are some of the ways in this digital age we're trying to reach more people in conjunction in some cases with our television partners, in other cases on our own. Ratings increase. On the men's side, for TV, 35 percent increase. On the women's side, only a 4 percent increase. That's due in great measure to that last year. Obviously, the highlight event, which was the Women's World Cup, was played at strange hours for American viewers.
We held a National Team managers workshop. 34 out of 35 CONCACAF members participated, all but one from the U.S. A number of experienced players, including one that's recently signed to play in the U.S., including a top Argentine, as well as three American National Team players.

Mr. Garber spends -- I was going to say inordinate, but it's not. It's a good thing in this case, in California.

We've hired our first Hispanic head coach, Wilmer Cabrera, who's also played in the World Cup, just not for the United States. Played for Colombia, two World Cups. He's running our Under-17 program down in Bradenton. We've had a number of programs initiated for those that are outside of our system. In some cases unaffiliated. We're really trying to outreach in the Hispanic community, especially in, also, the African-American community, which is a little bit further behind in our programming.

We started a Spanish language website last year, which is another part of what we're trying to do. The national coaching program documents additional courses in Spanish.

This past year we had some ups and downs. One of the big ups for soccer in America was that MLS had a fantastic season. We had a new team that will start playing in 45 days, and we had soccer's big ambassador, David Beckham, come to the U.S. Seattle, which starts in 2009, has already sold thousands of season tickets. And Mr. Garber spends -- I was going to say inordinate, but it's not. It's a good thing in this case.

Our top-level partners, our broadcast partners and some of our digital age partners online. Some of those companies you're not that familiar with, but in almost all cases your kids or nephews or nieces or grandkids are using them to get information, music, video, sound, whatever else it might be.

Our international outreach program. An important part of what we're trying to do is use some of the resources, financial and other, to expand what we do around the world. We've had a program with the State Department, and some of the National Team players that are here have been on this, where we go -- this first set of countries, to Africa, Malaysia. An Additional number are planned for next year.

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More exciting for us is the number of potential new investors in cities across the country, as well as just north of the country.

A number of experienced players, including one that's recently signed to play in Washington. Some American, some others. Top Mexican player. Top Colombian player and a top Argentine, as well as three American National Team players.

More exciting for us is the number of young American players who are coming through our systems and who have come through our programs, programs that all of you are involved in. Brad Guzan who plays for Chivas. Josie Altidore who is 18 and is playing for our National Team and has drawn a lot of interest by some of the top clubs in the world. Maurice Edu who plays for Toronto and is in our National Team all played youth soccer in the United States. All have been part of our programs here.

The year started off in a very big way back in January when David Beckham chose to play soccer in the United States. The media hype, the notoriety that came to the American game is unlike anything that we've had since we had the '99 the Women's World Cup success, the '94 success. That comes with some responsibility. When we're under the

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players, our ambassadors, Julie Foudy and Mia Hamm, were inducted into the Hall of Fame along with our lifetime member, Allen Rothenberg. I didn't know he was going to be here or I wouldn't have allowed Dan to crop him out of that picture. Everybody is ducking up here. Dan is saying it wasn't me, Allen.

Obviously, two of our real superstars in the game, two of our great ambassadors for the sport, for women's rights issues and so on. If I move back one, that figure in the WPS logo is the figure to the right here. It's Mia's silhouette. That will be centerpiece, which is only right as women's professional soccer goes forward.

Where are we going? We're going to continue to try to do better on the field. One of the good things is as we try to do that, we're not having the sorts of discussions we needed to have a decade ago about how we're going to pay for that. We've got funds. We've got the ability to do certain things that by our own historical levels are very high. By the levels of some of our competitors, England, Germany and France, they're very small. So far we've been able to do pretty well by that.

We've got long-term commitments into the next decade from our TV partners and some of our commercial partners. In some cases our commercial partners we could extend but we've chosen not to, because we want to see the growth of the game, and hopefully those numbers will expand and we're becoming more relevant. If we had one single goal, that might well be it. How do we have more relevance in American society?

I say that because most of us are involved, but how do we have a better experience whether it's for kids or adults playing the game? If we have more relevance, that will have happened. We'll only have more relevance if more people care about the game, care about the game passionately whether it's as consumers, players, coaches, referees, participants, spectators, TV viewers, buyers or any other way.

That's starting to happen in a number of places. We're starting to get people from outside the traditional soccer community to care about it, whether it's because of David Beckham at the start of the year or because of some, let's say, negative stories at the end of the year. Imagine that we were on the front page, soccer was on the front page of some newspapers, on CNN and so on because the coach of the Women's National Team decided to change
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Waikoloa, Hawaii

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MR. EDWARDS: I really liked Vinnie's goal when that happened. The people that you usually see on TV at a very important game, they're all sitting up there stone-faced. Mrs. Warner wasn't sure to do with the cross-cultural Wayne's World that was going on as he and I were dancing around in each other's arms doing a little jig. It was pretty entertaining, although we haven't been invited back to the box since then. I'm not sure what to make of that.

My heart lies close to a specific subject because of my time as the -- what was the phrase you used, volunteer staff, at USASA. That's where even if you're compensated 24/7, really seems like a long work week. Sunil went down a long list of events. The Gold Cup, the Women's World Cup. We play men's games during the international open dates. We've set up an academy. We had the Under-20s, the Under-17s. We've got ongoing appeals. Every time one of you has a meeting, state, nationally, and you'd like somebody from the organization to come in to help teach, carry the flag, whatever, that's somebody who worked eight to five Monday through Friday, then getting on a plane for the weekend. Every one of you can sympathize because it's exactly what you do. You simply go to a different kind of job. They go work soccer eight to five and then -- I would bet very few of them have a weekend off until we get to December when it simply keeps you from getting on the fields.

If you've ever been underground at a National Team game, there's a collection of dedicated staff that are making that happen and you never see them. If they're not there, it doesn't work. My report is that I will commend to that you are blessed with the most energetic lovers of the game, dedicated collection of employees that you could ever wish for in this organization. You're very, very lucky to have that. They work themselves to death.

There's a collection of them out here. I will grant you it's tough duty when Dan forces you to come to Hawaii to help with the AGM, but remember that every one of them who did that was going to work on the train in 12-degree weather in Chicago last week. So there's a little bit of a trade-off there.

But before you leave here, find one of them and thank them for what they do. Believe me, they're doing a hell of a lot more of it from the bottom of their heart than from the bottom of their wallet when you look at the hours these kids put in here. It is a credit to Dan and Jay for the organization they've put together and the fact that they don't just hire people. They hire people who love the game. I have to give them a lot of credit for the way the culture has been established and that they've made a staff that matches the people, all of you who Sunil who has just commended. Give yourselves a round of applause. Give them a round of applause and thank them before you leave here.

Thanks.

PRESIDENT GULATI: I think when I look through this list of officer and committee reports, there's only one other that we're going to do verbally and that's the Treasurer's report. I'll do that.

It's really more of a report on the Treasurer.

Those that are coming to a first-time meeting probably don't know Billy Goaziou, who has been our Treasurer for 14 years. I think it is probably the longest anyone who has been in office consecutively, any of our offices. He is not able to be here with us. He is at home. We invited him and his wife out to Hawaii so that we could properly honor him on what would be his last AGM as Treasurer. He was unable to make it.

I talked to Bill yesterday online and said that at the Board meeting he would have appreciated a lot of the very nice things people had to say. He's done an extraordinary job for us over the last 14 years. I told him yesterday what I had to say about him at the Board meeting was that he was a grumpy old man. He said, well, I am a grumpy old man. But he's been a very lovable grumpy old man for most of that time for those that have known him.

I would like to publicly thank Bill for everything he's done, where our finances are organizationally, where our financial controls are organizationally. The leadership that's he's shown in so many different cases serving in three different administrations is a great tribute to Bill. If we can at this moment honor and thank Bill for his efforts, and we'll do so in person next year in Orlando, his home town. Bill Goaziou, thank you for everything you've done.

(Standing ovation.)

The rest of the reports are in the book.

If Kevin Payne had been here -- he's got some health...
The Board yesterday in the meeting decided to defer action on that. The action yesterday would have been simply recommending, not recommending forwarding it to this group. The reason for that deferral -- and any of my colleagues can speak to that as well -- was that we didn't get all the materials in a timely manner. That is less about the USL's application; but in terms of the Rules Committee, we basically ran out of time.

While some of the Board members felt we know this group, we should go ahead and make a decision, others felt that we needed more time; that it was an important decision. So it was deferred. What that means is it will go to the next Board meeting. That will happen in the next few weeks or next 30 days. I can't tell you exactly when.

At that time, what the Board is able or may or may not do is give provisional membership to those groups as we do in all such cases. The idea is not to not have it come to this meeting. They don't get full membership. No one gets full membership until this group, the National Council decides on that. I don't want anyone leaving here thinking that we tabled it, didn't bring it up here and gave them at the Board level membership. That won't happen.

Next item on the docket is the election of an independent director. As you know, two years ago we added a provision for independent directors. As I mentioned earlier, we've had two of them, Mr. Cordeiro and Mr. Nunez. A third slat opens up today with Mr. Goaziou's retirement from our Board. The Board does not have a recommendation for an additional independent director. What I'd ask is that we handle that in the same way we did a year ago. We are looking for a third person. As I said at the Board meeting, in an ideal world, and we're
going to try to make this world ideal for the purposes of this particular independent director, we would like an outstanding female candidate. In an ideal world, a female candidate of a diverse background. If you have any such people, please let us know. We want to get people that we talked about two years ago. A university president, a corporate CEO, a TV broadcaster or whatever it might be for people that match the sort of criteria that we set up that have access that we might not have.

We'll handle that in the next 30 to 60 days. In the way we have previously with Mr. Nunez's election, if we come up with that right candidate, we'll make a recommendation and you'll get to vote on that by mail. Rather than rush into it, that's our chosen path. If we don't have any objections to that, we will assume that is acceptable to the group. Thank you.

Election of Foundation members. I think we'll handle this slightly differently. I am advised by the three current Foundation members whose terms expire this year, Mr. Hamilton, Mr. Hayes and Ms. Gregg, that they are all seeking reelection. Do we have any other nominations for a seat on the U.S. Soccer Foundation? Any nominations in addition to those three?

I don't know that we have ever opened them, but that's fair enough. By unanimous agreement we will reelect those three to the U.S. Soccer Federation. Thank you.

Proposed amendments to the Federation bylaws. We have a bylaw proposal that is listed under my name. And this, very simply, the one regarding the Treasurer is to deal with the fact that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. I'm told by general counsel that we are affirming the Federation policies B adopted since 2007 AGM. 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moving everything. Do we have any objections to
moving all four of those, passing all four of those?
Without objection, they are moved, thank you, and
approved.
(Policies approved.)
We had one other item on our agenda,
which is no longer on the agenda and let me explain
just briefly. That's the nomination of life members.
We had two nominations, both of which have now been
withdrawn. They weren't withdrawn because the people
that were nominated were no long deserving or
anything else.
Mike Edwards has been working with the
group to look at our whole process regarding life
members. What is it we do, how they're elected and
so on. A, so we honor them correctly and B, so we
avoid situations where the membership may want to set
criteria or whatever it may be. Both Mr. Williams
and Mr. Harmon, who had been originally nominated in
your book, have agreed they won't be nominated this
year. We would put them on the docket for next year
after Mr. Edwards' process is concluded.
I think with that, with one other note
from the Chair, we would like to meet with the
representatives of California South Adult following
the conclusion of this meeting. With that, I think
we are to Good of the Game, believe it or not. I am
sorry that those of you that bet on 74 minutes for
the over/under aren't going to win. I went over,
obviously, so I will be in a better situation on
that.
Good of the Game. Do we have any
comments? Mr. Pinori.
MR. PINORI: I just want to say on behalf
of our state association, I think everybody here, the
great job that Sumil and Dan and everybody else did
on this meeting. The luau yesterday was great, the
dances and everything else. As a matter of fact, I
spoke to Jack. Jack said, from Hawaii, and he said
it was the best luau he has ever been to. So it was
great. Thank you very much. The only low light of
the entire night was trying to see Mr. Edwards dance
the luau. It was something you do not want to see.
That being said, I just want to say we'll
see everybody here around seven years from now maybe, 21
Kauai or somewhere like that.
PRESIDENT GULATI: It's a little early to
be pitching for another visit to Hawaii, Peter; but
you're shameless as always.
(Laughter.)

MR. MOORE: Tom Moore, California Soccer
Association North. I promised my local referees in
the vicinity of the Monterey Peninsula Soccer League
I'd raise this issue for the Board to think about.
We've now come out with a new green referee shirt.
Okay, no big deal, another almost hundred bucks on a
fifth color. I now own eight shirts. I'll be going
to ten.
What they were unhappy about is the
changing of the striping pattern on the existing
shirts. Now, we've been told that, oh, no problem.
You can mix and match the striping patterns. If
you've got a gold shirt and you've got one new
referee with a new striping pattern and two with the
old, that's fine. Except, of course, we're telling
players you have to be in exactly the same uniforms.
The problem I have with that change is
we're going to be obsoleting close to $400 worth of
existing referees' uniforms. I don't think that's a
good idea. I'm sure Official Sports is happy about
the business they'll get from that. I think we
should give some consideration to these issues if
there's any future discussions about uniform changes.
I certainly think we should not be putting any kind
of deadline on when the old striping pattern has to
go out of the inventory for our existing referees.

A little calculation, if you're a really,
really active referee, maybe you're doing 200 games a
year, you own ten shirts, assuming that you wear them
all equally, that's 20 wears a year for a given color
and a given shirt. If you can get a hundred washes
out of a shirt, that's five years' minimum time out
of those shirts. If you're not wearing them equally,
some of those shirts you're not wearing very much at
all, you might get ten years out of them. So just a
comment for the Board to think about in the future.

PRESIDENT GULATI: Okay, thank you.
(Appause.)
Mr. Vermes.

MR. VERMES: I'd like to take this
opportunity to publicly thank Linda Hamilton, who
served with us on the Athletes Council for many years
and as Vice-Chair, along with me as well. Her
passion and dedication to not only the sport, but
also to all the issues that have been present in
these meetings over the years has been fantastic.
Any of you that have ever had a chance to speak with
her knows that she's extremely passionate. Thank you
to her. We'll miss her. Obviously, she's going to
stay involved in the game in many different ways.
On another note, in regards to the Athletes Council for many years and somebody I enjoyed. Many times, especially as I think most of you have, maybe having a drink and discussing some things. Tremendous guy.

As I stated yesterday at the Board meeting, if I can make an analogy to watching a soccer game, you have the commentator and you have the color man. He was definitely the color man at many of our meetings. So a big thanks to him and appreciate again his friendship and counsel.

(Applause.)

PRESIDENT GULATI: Mrs. Derflinger.

MRS. DERFLINGER: This is on a light note.

With the arrival of David Beckham and the great publicity, I wanted everyone to remember that Victoria Beckham was the one that followed through.

So remember behind every successful man is a little Spice Girl.

(Laughter and applause.)

PRESIDENT GULATI: Okay, do we have any other notes from Ms. Beckham's publicist?

(Laughter.)

Thank you, Mavis. Mr. Garber.

MR. GARBER: I think I'll pass on commenting on Mr. Beckham or his wife. It has been a very interesting time in professional sports in our country this year. While our fans continue, not just the fans of our sport, but the fans of all sports continue to celebrate championships at record numbers and television ratings continue to increase and attendances rise, unfortunately many of our athletes are spending as much time in court and spending as much time in Congress as they're spending on our fields and in our stadiums.

That has not been the case with our sport. I'm proud to say, as all of you know, that we continue to have athletes that we can cherish who are as people off the field as much as we can be thrilled by their performances on the field. That's a testament to everybody here in this room that's created all those programs that allowed the people that are sitting over here, the young men and women, to be the kinds of people that they are that can lead our sport and do it in a way that can make all of us proud. I want to thank you for all of your efforts and all of them for all they do to lead the sport the way they do.

(Applause.)
We've got 105-or-so state associations in adult, AYSO, a whole bunch of other organizations. Things are going pretty well. We've produced some world champions. Let's keep on producing them. Let's get more kids playing. Let's watch the games. We've got a lot of national teams playing this year. Enjoy them. They're a big part of what we do. Again, thank you for your contributions to the sport. Enjoy your last 24 or 48 or three weeks if you're staying. Have a great time. Meeting is adjourned. (Adjourned at 10:30 a.m.)

REPORTER'S CERTIFICATE

I, KATHLEEN A. KOPTA, Registered Merit Reporter appointed to take the meetings of the U.S. Soccer Federation, do certify that the within proceedings of the AGM were taken by me stenographically in Waikoloa, Hawaii, on February 16, 2008, then reduced to typewritten form consisting of 66 pages herein; that the foregoing is a true transcript of the proceedings had.

In witness hereof I have hereunto set my hand this 27th day of February, 2008.

Kathleen A. Kopta, CSR, CRR
Registered Merit Reporter
and Notary Public
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Colorado Springs, CO 80906

My commission expires March 26, 2008.