MINUTES UNITED STATES SOCCER FEDERATION, INC. BOARD OF DIRECTORS MEETING NEW ORLEANS, LOUISIANA FEBRUARY 5, 2010 7:30 A.M. CT

PRESENT: Sunil Gulati, Dr. S. Robert Contiguglia, Carlos Cordeiro, Amanda

Cromwell, Mike Edwards, Daniel Flynn, Don Garber, Jim Hamilton, Francisco Marcos, Brooks McCormick, Jon McCullough, Larry Monaco,

Fabian Núñez, Donna Shalala.

TELEPHONE: Bob Palmeiro, Kevin Payne.

REGRETS: Peter Vermes.

IN ATTENDANCE: David Downs, Gregory Fike, Eric Gleason, Kati Hope, Lisa Levine, Brian

Remedi.

President Gulati called the meeting to order at 7:30 a.m.

Kati Hope took roll call and announced that a quorum was present.

CONFIRMATION OF MINUTES

The Board reviewed the minutes of the November 21, 2010 meeting in Seattle, the executive session minutes for the same meeting, and the executive session minutes for the November 29, 2009 meeting by telephone conference. There was a single amendment made to the minutes of November 21, 2010. With the appropriate amendment, the minutes for the meeting were **APPROVED**.

PRESIDENT'S REPORT

President Gulati updated the Board on the World Cup Bid process. He informed the Board that several of the FIFA Exco Members were impressed by the United States' infrastructure including stadium size and hotel availability. He also informed the Board that the Bid Committee announced the 18 cities that would be part of the bid process.

President Gulati updated the Board on U.S. Soccer's internal preparations for the Division II professional league and thanked Dan Flynn and the U.S. Soccer staff on administering the early stages of the league. He also informed the Board that he would be appointing a blue ribbon panel to review the professional league standards.

CEO/SECRETARY GENERAL'S REPORT

Dan Flynn presented information regarding the FY2010 results. He informed the Board that U.S. Soccer had income favorable to budget based on a variety of factors including international



games and costs saving in the Development Academy. Mr. Flynn also informed the Board that U.S. Soccer created a separate budget for the World Cup 2010. Carlos Cordeiro also informed the Board about the fact that U.S. Soccer is in the process of reviewing its investment portfolio.

Mr. Flynn updated the Board on the status of U.S. Soccer Hall of Fame and the process of altering the structure of the Hall of Fame.

Mr. Flynn informed the Board of the findings of the U.S. Soccer Professional League Task Force. Specifically, he reported that that the LA Sol suspended operations for 2010 WPS season. However, WPS added teams in Atlanta and Philadelphia for 2010.

Mr. Flynn provided an outline of U.S. Soccer's operations for the Division II professional league in 2010. Mr. Flynn informed the Board that there should be three separate phases for the Division II league. The first phase would be January through April, 2010, which would involve finalizing the schedule, preparing for the season and organizing the teams. Phase 2 would be from May to July, 2010, and would involve visits to the teams to make sure that they meet the minimum standards for Division II professional soccer. During Phase 2, U.S. Soccer would publish new standards for Division II. Phase III would be the review of new applicants to run Division II professional soccer in the United States at the Board meeting in August.

Mr. Flynn also updated the Board on the progress of the technical committee. The technical committee is in the process of drafting an updated set of U.S. Soccer coaching best practices. Kevin Payne added that the technical committee will be asking the Board to adopt these best practices as guidelines. Mr. Flynn stated that the best practices in Zone 1 would be implemented by Development Academy teams.

UNFINISHED BUSINESS

Mr. Fike updated the Board regarding the appeal of Wisconsin Soccer Association to the U.S. Soccer National Council. It was **MOVED** to reaffirm the Board of Directors decision to approve WYSA as the youth State Association in Wisconsin. The motion **PASSED**.

COLORADO STATE SOCCER ASSOCIATION UPDATE

Mike Edwards updated the Board on the Colorado State Soccer Association. He and Brooks McCormick informed the Board that they were encouraged by the progress that CSSA had made in electing their directors.

2010 LIFE MEMBER APPLICATIONS

Mr. Edwards updated the Board on the review by the Life Member Task Force composed of Hank Steinbrecher, Peter Vermes and Mr. Edwards. Based upon their review of the life member applications, the task force recommended that Steve Flamhaft, nominated by Eastern New York and Gerhard Mengel, nominated by Michigan Soccer Association, be approved as life members.

U.S. CLUB SOCCER, ET AL. V. USYS, ET AL.

Mr. Fike informed the Board that the arbitrator in the grievance had recently issued a decision to the parties. The parties had 10 days to appeal the decision of the arbitrator to the Board.



POLICY 102(3)-1 (COACHING)

Mr. Fike reported the findings of the rules committee to the Board of Directors regarding the proposed amendment to Policy 102(3)-1. Mr. Monaco requested an opportunity to work with the Federation to make further changes to the policy for the next Board meeting. President Gulati withdrew the proposed policy amendment until the next meeting.

POLICY 231-1 (LIFE MEMBERS)

President Gulati presented an amendment to Policy 231-1 regarding life membership in the Federation. Mr. Edwards informed the Board that this was the same policy passed last year by the Board. It was **MOVED** to approve this policy amendment. The motion **PASSED**.

U.S. CLUB SOCCER MEMBERSHIP CATEGORY CHANGE

Mr. Fike updated the Board on US Club Soccer's membership category change. He informed the Board that the Rules Committee believes that US Club Soccer has met all the criteria for National Association.

ADEA LAWSUIT

Ms. Levine updated the Board on a referee lawsuit alleging age discrimination. U.S. Soccer filed a motion to dismiss and was awaiting a decision from the court on the motion.

CHAMPIONSWORLD LAWSUIT

Mr. Fike updated the Board on the status of the ChampionsWorld lawsuit. The action was stayed pending a decision from FIFA, which was expected by the end of February.

NEW BUSINESS

Don Garber updated the Board on two new soccer specific stadiums that were recently approved. He informed the Board that there will be a new stadium in Philadelphia which will open at the end of June 2010. In addition, Red Bull Arena opens at the beginning of the 2010 MLS season. Lastly, he was pleased to announce that Portland would be joining MLS in 2011.

INDEPENDENT DIRECTOR NOMINATION

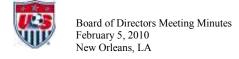
President Gulati requested that the Board recommend that Donna Shalala be reelected as an independent director. The motion **PASSED** by unanimous consent.

U.S. SOCCER FOUNDATION ELECTION

It was **MOVED** that the Board appoint Don Garber and Carlos Cordeiro to the Foundation Board of Directors. The motion **PASSED** by unanimous consent.

RECOGNITION OF SUSPENSIONS

Mr. Monaco informed the Board that USYS was in the process of reviewing how to amend section 4 of Bylaw 241 to make clear that U.S. Soccer should recognize suspensions by its Organization Members during the pendency of an appeal.



GOOD OF THE GAME

Amanda Cromwell stated that on behalf of Peter Vermes and herself it was an honor to serve as athlete representatives for the Board of Directors. Shalala congratulated U.S. Soccer on its bid process for the World Cup so far. President Gulati thanked Peter Vermes and Amanda Cromwell for their service on the U.S. Soccer Board of Directors. He also thanked Kevin Payne for his many years of service on the Board of Directors as a Pro Council member.

The meeting was adjourned at 9:00 a.m.