PROCEEDINGS

UNITED STATES SOCCER FEDERATION
NATIONAL COUNCIL MEETING
99TH ANNUAL GENERAL MEETING

San Francisco Marriott Marquis
San Francisco, California

February 14, 2015
8:00 a.m. - 9:23 a.m.

Reported by Debra K. Resling, RMR, CRR
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XI. Election of Independent Directors
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(Commencing at 8:02 a.m.)

PRESIDENT GULATI: Please grab your seats. We will start in 60 seconds.

Good morning.

Welcome to San Francisco. Welcome to our Annual General Meeting, our National Council meeting.

I hope you-all had a good time last night, and we will stay away from all the jokes that anyone that's missing was left at Alcatraz. But it was an enjoyable evening, we think, for everyone. So we hope you enjoyed that.

We have had two terrific days here of weather so far; I'm told the two warmest days in the history of San Francisco. And New York is having the coldest two days in the last 20 years. So those from the Northeast may get to enjoy San Francisco a little bit longer. We hope that's not the case. We hope you enjoy the part you're supposed to, but the weather in New York and the Northeast is turning ugly later today and tomorrow.

Before we get into the regular part of the agenda, please rise for a Moment of Silence for those members of the soccer community and the U.S. Soccer family that we've lost during the last year.

(Moment of silence.)

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PRESIDENT GULATI: Thank you.

Next, we will have our Vice-President, Mike Edwards, lead us in the Pledge of Allegiance. Mr. Edwards.

(Pledge of Allegiance recited.)

PRESIDENT GULATI: The idea is to get everyone in the room standing up every couple of minutes just for a little bit of fitness. As you know, our coaches talked about that a lot recently, so we want to make everyone sure is ready for this part of the year.

Mr. Kepner, if you would come forward and take us through what we need to know about the roll call.

Credentials Committee chairman, Bob Kepner.

MR. KEPNER: Thank you very much, Sunil.

And on behalf of the Credentials Committee, welcome to all of you to the great city of San Francisco and, as you will find out in a little while, to the great state of California.

Most of you have been here before, so you know the credentials process. There are a
few of you who have not been here, so just very briefly, I will explain the methodology that has been developed to -- for our voting structure.

We all know that there are three essential councils and in a very real sense, four. We have the youth, we have the adult, we have the pro council, and all of those, by our bylaws, are required to have equal voting strength. So we use a multiplier system. The largest council in terms of attendance and membership always is the youth council, so we use that as the base.

You will soon see that the number of voters, delegates, is approximately 300. So by a multiplying system -- I don't remember the numbers off the top of my head -- but for the adults, they're something on the order of 190, so you have to have a multiplier to mathematically make their weight, their effect on the voting equivalent, so multiplier times the adult council number equals 303.

Same with the pros.

Now, there are other individuals, most of whom are seated up here behind me. They each have one vote. You add all of those

So the first that we will start with is USYSA. Okay.

And you can see, indeed, together with USYS, AYSO, U.S. Club Soccer and the youth commissioners, total youth council weight of 1:303. Each member in that group has a multiplier, so to speak, of 1.

Now we will go on to the Adult Council. USASA is the largest member, and then the other affiliates and the commissioners, so indeed, 193.

And then we have the pros. And we have MLS, USL, NASL, and we have a total attendance of 14.

And then the Athletes Council, 8.

And then the others, the other affiliates, and you see those, life members, Board of Directors, and our two past presidents.

One of the standards that we have is that no individual can vote in more than one capacity. And we do have some persons who are in more than one capacity.

And then the last slide will be the overall presentation of the attendance. I will tell you what it is.
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say "Begin voting now." And I will be sitting over there on the side of the room.

As the votes wind down, I will say five, four, three, two, one. You can change your mind up until the time we stop the voting. The keypad will accept your final vote.

Now, I’d rather not take questions, but I think practice makes perfect. So I’ve prepared an opportunity for you to learn how to use your keypads, and as most of you know, I have a penalty kick shootout as the basis for the decision-making and the opportunity to practice.

Happened to be -- and I mentioned this earlier -- in the great state of California, and California has a state animal. That animal happens to be a grizzly bear. California also has a state reptile; that is a desert tortoise.

And so I’m going to present those two to you, the grizzly bear and the tortoise, and these two are going to compete against each other.

But obviously, they can’t compete dressed as they are there. They need to have appropriate soccer attire on. And so we have given them an opportunity to put on some soccer attire, and here they are. Soccer bear on the left; soccer tortoise on the right.

Now, as it happens, Jürgen Klinsmann has heard about these two. He hears that the bear just claws his way through the competition regularly, so he’s very impressed with that. But he’s also very impressed with the tortoise’s moves, particularly low to the ground, slow and careful. So it’s for you to decide which of the two would end up winning in a penalty kick shootout.

So you may begin voting now.

Five, four, three, two, one. Stop.

Aha. The bear. Contrary to what the tortoise expected, the bear gave him a real shellacking. Okay. Thank you. That was a play on words, Sunil.

PRESIDENT GULATI: When you’ve got to tell us that, Bob, it’s not a good sign.

Bob, can we cue up another question.

I don’t mean on the board. If I just want to ask a question and use the keypads, is that doable or is it going to cause problems over there? We can do that?

Yes, no question. Yes.

So it’s a question we actually get asked by a number of delegates. We’ve talked about it at the board, and might as well just let you weigh in on that, and that’s the locations of the annual general meetings, and there’s a particular island off in the Pacific that people have requested at various times.

Yes, Mike. Fiji. Apparently a member of U.S. Club Soccer now.

So here’s the question, and I think most of you know the issues. We are talking about Hawaii where we’ve had a few AGMs.

Obviously, it’s further to get to, which means more travel time for most people. Folks on the West Coast, equal travel time to the East. And it’s more expensive. So those are the two downsides.

The upside, I think, everyone knows.

So we’re really going to let you give us some guidance on where we might be in a couple of years. So the question is: Without knowing a specific date, would you like to have our AGM in the next two to three years in Hawaii? That’s the basic question. So it will be 1 for yes, 2 for no, and you can start now. And we’ll wind it down, five, four, three, two, one. We’re not going to make this vote public because it’s sort of just -- okay, go ahead. We’ll make it public.

Okay, then.

(Motion passed.)

PRESIDENT GULATI: So under our internal bylaws, it needed an 80 percent majority to clear the bar, so I apologize for that, but we will see you in Duluth next year. Okay. That’s a pretty strong message. We will look into Hawaii.

MR. PINORI: Hawaii.

PRESIDENT GULATI: No, Peter, we’re not going to talk about the specific islands now. We’ve had the Credentials Committee report. We’ve had the test questions. So this is my favorite part of the meeting, where I get to acknowledge some of our guests.

So first, let me start with our life members, who are in the front row. If you would all stand for us to give you the appropriate acknowledgment.

(Applause.)

PRESIDENT GULATI: Thank you.

Anyone in the room who has been to, let’s say, 30 or more AGMs, 30 or more Annual

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General Meetings, stand up, please. 30 or more.

(Applause.)
PRESIDENT GULATI: Thank you.

Anyone who is here at their first Annual General Meeting, please stand.

(Applause.)
PRESIDENT GULATI: We've got at least a couple, I know. Welcome to all of you.

And last, but certainly not least, all of you in the room, and mostly to my left, that have represented the United States National Team Program men or women, or in any other aspect, youth level, please stand.

(Applause.)
PRESIDENT GULATI: Thank you.

Next, we have approval of the minutes from the 2014 AGM. You have seen those in your National Council books. Do we have any comments or amendments to those? If not, I would entertain a motion to adopt or approve them.

UNIDENTIFIED SPEAKER: So move.
PRESIDENT GULATI: So moved. Seconded.

Any objections? Thank you. We approved those unanimously.

Next, we will show you a short video of some things that went on this past year, highlighted obviously, by the men's participation in the World Cup and by the reaction to that participation in the World Cup in the United States. So if we can run that video, please.

(Video run.)

(Applause.)
PRESIDENT GULATI: If you don't get excited by some of that and some of what was going on last summer and, hopefully, what will be going on this summer with the Women's National Team playing in the World Cup, then you may want to find some other things to do with your time, because it was pretty incredible. And as exciting as it was to be down in Brazil and see what was going on on the field, frankly the bigger excitement was what was going on back here in a spontaneous way. And those are things that all of you in this room and all of the people back here have worked for for a long time. So I want to thank you for that.

And whether it's the players on the field or those that have helped popularize the sport over the last 50 years, in some cases, last summer, in seeing the reaction in -- across the country, whether it was people watching on television or spontaneous pep rallies or the President of the United States calling -- and we didn't win the World Cup, but the President called, and he honored us again by being here in San Francisco this weekend, which was directly tied to the AGM being here.

So rather than me talk about what happened last summer, we brought in a special guest, and I will let him talk a little bit about what was going on and why we want to see more of that in the future and hopefully why we will see more of that in the future.

We couldn't have our Women's National Team coach here, as you know, we beat England yesterday one-nothing, so she's on her way home from London.

But we have our Men's National Team coach with us. Jürgen Klinsmann, please come forward.

(Applause.)

COACH KLINSMANN: Thank you very much. Thanks for having me real quick here this morning. If my vote counts a little bit -- I saw 79 percent. If I can add it up to 80 percent, I'm all in for Hawaii playing --

(Applause.)

COACH KLINSMANN: -- playing maybe the Fiji Islands. We'll see. Gives us a chance for a few points. I'm taking that as well.

Obviously, as Sunil said, 2014 was a tremendous year. 2014, with the World Cup for us on the men's side was a big, big step and hopefully far, far more to come in the future time. It's been a challenge the last two or three years, to say the least, when we got the "Group of Death." You know, we're aware of, you know, some bigger problems called Cristiano Ronaldo and other names. We dealt with it.

I think the team excited a lot of our people, not only down in Brazil, but we had amazing fans traveling down to Brazil in support, but also here in the United States, because we saw it on TV, and everybody got really, really excited. And we're very thankful for this tremendous support all over the place.

When you do well in a competition, you know, you want to raise the bar afterwards. You want to go further. So we sat down after...
those exciting days in Brazil, and we started to build the puzzle for 2018, which is Russia, obviously, and which gives us a lot of, yeah, big opportunities, you know, to hopefully create the right team and the right environment to succeed in Russia and go further than we did in Brazil.

This is our goal. We want to go further. So I think it's exciting for us now. Not only, this year, we have the 2015 Gold Cup on the agenda, but especially looking into 2016 with the COPA America bid in the United States. I think this is, for us, a huge, huge opportunity to prove ourselves against the best nations from South America, to host this competition. It's a very, very special competition. And it will give us, hopefully, valuable experience going then further towards the 2017 Confederations Cup in Russia and then, at the end of the day, to the World Cup.

Obviously when you go to the extreme, like this team did in the World Cup -- and they went beyond their 100 percent; they gave everything they had -- there's also then a consequence to it afterwards. The consequence was there was a drop, you know, emotional drop, a physical drop, and we gave a couple of games away that you never like to give away, but it happens, you know. So I think this is also a learning curve for us, you know, because, in the past, it was mostly the case that when a World Cup was played, there was maybe, if you are lucky, one friendly, maximum, in the next six months and there was nothing really on the agenda. We changed that, asking Sunil -- we changed the agenda because I said, you know, we don't have really a time to relax now.

Not only is the Gold Cup on the horizon, we also need to build other programs at the same time. We want to qualify badly for Rio de Janeiro in 2016. And also it kind of sticks in our stomach that we didn't go to London. I think the last Olympic team cycle had so much talent that it was a real bummer for all of us that we didn't go there, and that Mexico won the gold medal. Anybody could win the gold medal in Mexico.

So you know, we finished off Brazil. We sat down, and we started to design the future. And the Olympic team for us is huge. So we're working hard on it.

Now, CONCACAF came back to us now with a surprise, oh, we have the qualifiers already this year. So we have end of September, beginning of October -- it was just announced now -- the Olympic team qualifiers here in the United States, so that kind of puts everybody, in our terms, on their toes and tells us that we have to be ready for doing all that.

So that leads to other consequences from our end, okay. We did the January camp, combining the Olympic team senior guys, which is tricky to do, because they're a little bit on a different page still.

But it's exciting -- I think it's exciting -- because we see youngsters coming through. We see growth everywhere, on the youth level, with our Academy systems, you know, and the professional leagues all over the country. So you see excitement everywhere, and you talk to people now that really kind of see soccer as a mainstream sport in the country. So it's pretty cool.

But it also kind of gives you a responsibility to hopefully do a good job and connect the dots, you know. I think the last three and a half years, we have connected a lot of dots. We have connected all youth national teams to the senior teams, all the coaches from the youth national teams are with me in camps, at games, help me, were with me in Brazil.

We connect coaches education close to the senior national team with Dave Chesler. He's constantly with me, sees what we're doing, gets every information he needs in order to pass it down to all the coaches out there on different levels, you know. I think the Academy system is growing. It's getting better.

But, obviously in every area, we can get better and improve, and this is our big goal going forward. You know, we want to communicate with everybody out there in order to help and hopefully get the different programs on new heights. And this is our agenda. We're looking forward to it. We are full of excitement. We're full of energy. It means a lot of debate, a lot of fitness work, which we're starting in five minutes outside. Just kidding.

And, yeah, I'm really enjoying that I have, you know, a great chemistry here with the board, a great chemistry obviously with Sunil,
which is -- and with Dan, which is very, very important with the league, with all the coaches out there.

But I'm challenging also, a lot of people out there, especially players. So I'm not there to make them feel comfortable. I'm not there to make them settle with whatever they achieved. I'm there to hopefully get them to the next level possible. So in there, you hear a little bit different opinions, different voices, and that's good for the game.

So hopefully, you know, we can go in a similar direction going forward, have an exciting Gold Cup, win this thing, go to the Confed Cup 2017, and give a lot of enjoyment.

That's it from my end. Wish you a wonderful AGM meeting.

See you in Hawaii.

(Applause.)

PRESIDENT GULATI: Jürgen has only been to a couple of our AGMs, and he doesn't quite really grasp the weighted voting structure that we have. And I have been told by Mr. Kepner that his vote is .47, so we are at 79.47, just short of where you needed to be, gang, but maybe

some cases, it's declining; and in other cases, going up just a little bit; and in some cases, as many of you know better than I do, the growth is disguised because it's the same player registering in two or three different ways or two or three different organizations and it shows up as three registrations. So we get an extra dollar or two, whatever it might be, but it's not true growth in the sense of new players and new participants in the game.

So the growth more recently has been at the professional level, in terms of numbers, in terms of popularity, and with the national team, obviously, in terms of exposure. And that's growth on the commercial side. That's growth in numbers of professional teams, numbers of people watching games on television, and numbers of people obviously coming to stadiums to see.

And it's been matched and aided in many ways by huge growth that all of you are familiar with in your daily lives, which is changes in technology, changes in how we communicate, so-called social media phenomena. And we are both keeping up with that and in some ways taking leadership roles in the use of some of that, because it seems that it fits very well with some of the things that we do.

And while a lot of the things that happened last summer in terms of back in the United States were spontaneous, many other things weren't. It wasn't an accident that a few players in other sports had national team jerseys after they had very famous -- in one case, a no-hitter. And it wasn't quite an accident that Will Ferrell showed up at our pep rally. And all those sorts of things or the millions of people that were using Twitter, setting record numbers, as it turned out, just in time for Twitter's IPO, which was probably helpful to them.

So the challenge in front of us is how do we manage that growth, how do we stay in front of that, and how do we increase it over the next decade? And I think that comes down to a number of areas. And we talked about some of those yesterday at our board meeting looking forward. And it's not going to be from a position of crisis, where we have huge problems and need to face those challenges to correct things, but how do we manage our growth going next year. And it goes by wins, Jürgen. You get an extra quarter of a point for every win.

You know, some of the things that Jürgen touched on are a couple of things that I want to touch on, which is where we are now, what we've done, but more importantly, where we're going.

And a lot of that has to do with growth, and growth in so many different areas. And if you look back in the '70s, the '80s, and even the early part of the '90s, the real growth we had is in membership numbers and managing that.

So what came out of that?

State associations came out of that. USYS came out of that, USASA, on a basic organizational structure to try to manage that growth, the fact that we weren't just a few clubs or a few leagues. The same was true obviously with the professional side in the '70s and '80s with the birth of the NASL.

That growth is very different now in where we're going because the numbers aren't at the same level, at least in registered players. That's pretty flat, as all of you know; and in...
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forward? And it's not likely to be numbers of registered players, with demographics being what they are. We're not likely to get millions of new players without losing other millions.

And in order to do that, our first step is we're looking at the way we govern ourselves, and that comes before we have a strategic vision of what we'd like to do. How do we govern ourselves? And that's at our board level, that's at the administration level, that's at this level. We've looked at a number of different things, and we will come back with a pretty comprehensive review of our governance structures. We did that a decade ago, and we'll do it again now, because we're a different organization, and the sport is in a different place than it was a decade ago or 20 years ago when we set up our basic councils and all of those things.

And we'll start looking at state associations and some of our other members to see how we can help. And I will start partly with some audits and not just financial audits, but review audits.

It also means, then, laying out a strategic plan for the future. And we have done pieces of that, and we will continue to do that and share that with you, obviously, and you will be part of that.

It means our finances, which are in an extraordinarily good place today. We will have in the course of essentially 12 months, a 50 percent increase in revenues. In 12 months. That's unheard of, except for some tech companies that are up the road, I guess. But 50 percent. And that's a good thing that we have an increase in revenues. And it's probably the case that managing that growth, and managing those revenues, and making sure that we use those resources that are available to us for the sport, are used in a sensible way, used responsibly, is more difficult than actually getting those revenues. So that will be an important part including how we manage the resources we have on a financial basis from an investment point of view, and we had a long discussion about that yesterday.

The technical side: How do we manage growth to take advantage of the fact that we've got now more player development going on at a higher level with kids that are able to see the best level of soccer, whether it's around the world or in the United States, whether they're -- when they're now clearly affiliating themselves with professional soccer players and emulating those players.

How do we get better on the men's side? How do we get better to try to get to where we want to be on the women's side? How do we make sure that we stay where we are -- and stay where we are is not losing to France 2-nothing.

But it's more challenging now. We're not going to beat the best teams in the world, like we were able to do 20 years ago, no matter what we do, because the good thing is that there's a lot of federations around the world that are investing heavily on the women's programs, what we did a long time ago and will continue to do, but it's going to be more competitive for sure. So how do we manage that going forward and make sure that we are on the right part of the winner's stand, whether it's at the Olympic games, a U-17 World Cup, or more, more closely this summer at the Women's World Cup in Canada.

And how do we manage growth of our organization without losing sight of an absolutely critical and essential feature to the Federation is that we are a service organization. And that's true for all of you, at club level, at state level, at league level. And we're a service organization for our members. We're not a corporation in the normal sense. We are a membership-based organization, whether it's my 10-year-old-daughter who is a member, or our national team players who are members, or our organizational members. Many of you are obviously represented here.

So those are, I think, the basic challenges as we go forward, and we will come back and talk a lot about those over the next six months and twelve months and obviously a year from now and two years from now in Hawaii, and you will be part of that process.

That's -- as we look into the future, there's a lot of challenges, there's going to be a lot of bumps, but, boy, if we could repeat what we've done over the last -- pick a period of

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time. And we usually -- I usually pick a period of time with my own involvement, and that's not because I think it started when I got involved, but that's my time horizon, but many of you have been involved a lot longer than that, and some of you are relatively new to it.

So for those that are new, it's welcome to this challenge. We look forward to sharing that with you. For those of you that have been doing this for a long time -- and all of you have been doing it for a long time at some level or another -- thank you for that. The tough part is still in front of us if we want to get to where we want to go. But make no mistake about it: We've accomplished a lot together, and I want to thank you for that.

Just looking forward very quickly to this next 18 months on the field, Jürgen mentioned the Gold Cup this summer, exciting competition here in the United States. The venues and who is playing where, and specifically where the U.S. team is playing, that will be known next month in March.

Next summer the COPA America with 16 teams on the men's side, with 10 South American teams, and six teams from the United States -- from CONCACAF -- it would be good if we could have six teams from the United States, I guess.

They will be played across the country, and it will be the biggest event I think in the U.S. since the '94 World Cup or the '99 Women's World Cup, depending on how you look at it, and on the women's side, what should be another breakthrough event, this time for Canada.

Ticket sales have been very good. It will be the first time, I'm quite sure, that there will be significant visitors from outside the country of anyone hosting the Women's World Cup. When we hosted it, 99.5 percent of the people were from the U.S. In this case, we have an extraordinary amount of interest from fans in the United States to go to the tournament. Now, that would be different if it was in Brazil or in Europe because of, obviously, the proximity of Canada. But the level of interest is something that we have never seen before, to the point where FIFA is looking at how do we deal with this response of interest in the United States and public sales and so on. So all of that is very good, and I think it will be an exciting period.

Our Under-20 team is in the World Cup, our Under-17 team will be qualifying soon and so on. And our pro leagues continue to grow, more teams, more stable teams, more spectators. That's all a good thing. And you-all have growth in different ways; some of it is painful, and some not. And we're here to help where we can.

So again, I want to thank you as we look forward. Enjoy the day today. We'll get through our business here today, I think, pretty quickly.

And with that, I'm going to ask Mr. Edwards to come up and give a report. And that's the end of my report, so thank you.

(Applause.)

PRESIDENT GULATI: So we will have just a couple of the reports. The rest of the reports, as you know, are in your book; we won't go through those. And Mike is certainly not going to read his report that you have in front of you which gives you all the details, but he has a few things to add to that.

Mr. Edwards, your vice-president.

MR. EDWARDS: Thanks, Sunil.

I will focus on a couple of things that I had a hand in that were more local-oriented. We have moved along significantly in the development of the referee program, pretty much tripled the resources that we have put into it. Major League Soccer has made a substantial investment in the professional level, which has really let us separate out the two parts of the referee program such that referees at the professional level are dealt with somewhat separate. And it's allowed us in Chicago, then, to focus our efforts on what I would describe as the grassroots and development of referees, both for local officiating and to begin helping us identify referees that are -- that are the little jewels that we want to move up to the professional level, both on the men's and women's side.

So I think we have made a lot of progress in that area. We enter into our next SRA workshop this year to completely unveil a new assessment program. We have unveiled a completely new instructional program that has recognized the fact that children learn off the Internet. The idea that a 14-year-old child wants to sit in a room and listen to a guy like
me drone on for 16 hours of a weekend is immensely appealing to me, because I think I'm pretty smart, but it tends not to work so well having a 20-year-old-daughter.

This year we will be unveiling a brand-new assessment program. We've simplified. We have eliminated a lot of extraneous rankings in those systems.

We're working on unveiling a whole new Futsal program because that's catching on both through our Developmental Academy and locally, so we want to be prepared to deal with that.

On the coaching side, you see before you today, for your approval, a substantial modernization of the policy which guides the U.S. Soccer coaching program. The document that is in the policy manual now is probably at least 25 years old, and probably the nicest thing I can say about it is that it's archaic.

In December, after our board meeting, Sunil, Dan, Jürgen, held a roundtable to get into the details of a substantial commitment of resources we had made, and a great deal of it is directed to the fact that we need to improve our coaching and coaching education. And today, what you see before you for approval has been approved by the Board of Directors, and it lays the foundation for the program to teach coaches through what I would describe primarily as Youth Soccer; and the grander plan is to expand that program well beyond that and develop professional coaches, bring in much more international expertise, develop a coach mentoring program.

Some of what we're doing in coaching is what's gone on for a long time in the referee program, and it just simply makes sense.

So we have taken a huge step forward, and the policy you see before you today lays the foundation from which we will build over the next couple of years to expand out and better develop our coaching education, coaching evaluation programming in this country.

So I would ask for your support for that. And I think those are the two items, that probably I've had my fingers on most in the last year, so we're good.

PRESIDENT GULATI: Thanks, Mike. (Applause.)
PRESIDENT GULATI: And the last of the three reports from our general secretary, Dan Flynn.  

MR. FLYNN: Thanks, Sunil.  

As Sunil has mentioned, it's a unique and exciting time. We are committed to our strategic initiatives in a number of areas: player development, coaching development, and in particular, I would like to mention the National Coaching Education Center in Kansas City, which we hopefully will have open in the coming year; and fan development, where we will deliver more compelling content, activate more fan programs, continue to build our brand, and increase our merchandise offerings.

So we're fully committed with Soccer United Marketing, our great partner. We continue to build the sport through our partnership with ESPN, Fox, and Univision.

So thanks to the committed membership in the room, thanks to the board, and thanks, in particular, to the budget committee for their work throughout the year.

And I would like to now introduce Carlos to take us through the 2016 fiscal budget. And a special thanks to Eric and Mark at Soccer 25


PRESIDENT GULATI: We haven't had a motion on the floor yet. Do we need a motion to pass the budget as presented before you. Thank you. We will approve that unanimously.

Thank you, Mr. Cordeiro, and your committee for your hard work. The budget is approved.

If we can go to that clip, COPA America video, and show you a quick -- before we get into new business -- a few highlights from another tournament. (Video shown.)

PRESIDENT GULATI: You see at the end of that, it's the logo for the tournament we're hosting next summer. So that's why we wanted to show you that.

We are on to the new business part of the meeting. We do not have any statutory bylaw proposals, but we've got proposed amendments to some Federation policies, and those are in your book.

Starting with Policy 102(3)-1, it was proposed by Mr. Edwards. This is the national coaching policy, and it is in your books. So if we have a motion -- and here, what we're doing is we're approving, the board has already approved all of these, so we're affirming the decisions of the board in these three areas.

Okay. And you have got also a one-page addition, I'm sorry, that was given out this morning. It was a slight adjustment to what the board had approved earlier and is in your book.

Any comments, concerns, on that one?

MR. GUTHRIE: Sunil.

Mr. President, in Section 1(B), I would offer to amend the last sentence, where it says, "Other organization members or their members," I would offer to strike "or their members." Our justification being that of the -- or the amendment, I don't believe, restricts the flexibility you are looking for. However, it does allow for us to maintain a certain level of governance, because when it goes to other members, that means that a club or team, an individual club or a team could come up and request to be a part of the process.

PRESIDENT GULATI: We haven't had a motion on the floor yet. Do we need a motion to affirm these?

THE PARLIAMENTARIAN: It was made by Mr. Edwards.

PRESIDENT GULATI: Mr. Edwards had made the motion. Okay.

So we have a motion on the floor,
Finally, the state associations are much more familiar with the needs within the state and can help guide that coaching education to achieve the quality you look for.

So I would also offer an amendment to change that with the review and approval of the "secretary general" to the "state association."

PRESIDENT GULATI: So since it sounds like we're going to have multiple amendments, why don't we get the parliamentarian up here to guide me through this part. So we have -- hang on, Kevin, we have a proposed amendment to start with.

So just on the first amendment, Mr. Edwards, are you accepting that as a friendly amendment? And can we do that by general consent, or do we have --

So --

MR. EDWARDS: That is not the reflection on the --

PRESIDENT GULATI: Okay. So we're going to -- so we have a formal amendment on the floor to change members, "or their members," to strike the words "or their members." So let's deal with that first, and then we'll come back to Peter.

So all we're commenting right now on is on the proposed amendment which is "or their members."

MR. PAYNE: are you addressing that issue?

MR. PAYNE: Just one amendment or both?

PRESIDENT GULATI: Just the first one for now.

MR. PAYNE: Well, yes. On behalf of U.S. Club Soccer, we oppose the amendment. And we don't believe it's necessary. We think the fact that the secretary general has the approval process is sufficient to satisfy the concerns.

PRESIDENT GULATI: Okay. Does anyone else want to speak to the amendment to strike the words, "or their members."

Okay. So hearing none, we'll put that to a vote. And let's do this electronically. And it's a 51 percent issue on the -- the amendment is on the page that you have in front of you or the original, on Item B, to strike the words "or their members" in the

sentence that starts "other organization members or their members." So we will be striking the words "or their members." It's the only thing that's on the floor.

So if we can open up the voting: yes, if you are in favor of that amendment; no, if you were opposed to that amendment. We'll start the voting now.

MR. KEPNER: Begin voting now.

PRESIDENT GULATI: Five, four, three, two; three, two, one. So, the words "or their members," when I said it took 51 percent, you don't have to hit it exactly. That language is stricken.

And we are now, then, at a second comment. And, Peter, are you now coming back and making that a formal amendment, a second amendment. Right?

MR. MARIAHAZY: I am. My motion for an amendment is "Upon request and approval by the state association."

PRESIDENT GULATI: Okay. So we have a second amendment being proposed that would strike the words "secretary general" and replace them with state association.

Mr. Collins, speaking on that amendment.

MR. COLLINS: John Collins from AYSO. And we would speak against this amendment. The sentence is added just to help us get more coaches, and more coaches licensed, so that's fabulous, but we also need quality control. And for the approval of this, to have it come through one central location, the secretary general, which will have cleared methods and policies and procedures for doing so, is the way to ensure the quality control. And we can't have it being judged by 55 or 108, whatever organizations doing it, so for that reason I believe -- and there's some other reasons, but I think that's the primary reason, that it has to be centralized through the secretary general.

PRESIDENT GULATI: Okay. Anyone else? Yes.

MR. JENSEN: Thank you. Rich Jensen, South Dakota Youth.

And I would speak for the amendment that we are not going to take away any quality control. Actually, I think it would add more to it, and to remain with the state associations...
that is now, helps us as we are held to certain standards already to maintain that standard within the state, no matter whom we're serving.

PRESIDENT GULATI: Anyone else?

Mr. Payne.

MR. PAYNE: Kevin Payne, U.S. Club Soccer.

I also speak against the amendment.

I concur 100 percent with the issues that John raised. There is nothing in the rules that supports the contention that this is a special responsibility for the state associations. That issue was resolved in 2008. These responsibilities are those of all Federation members. And this is a Federation program. It's not a state association program, either singly, or collectively.

We believe that the Federation should set the agenda for the coaching instruction process, and it should be carried out by all Federation members subject to the approval of the secretary general. That's the best way to scale this process, and it's the best way to avoid any internal politics. Thank you.

MR. GUTHRIE: Dave Guthrie, Indiana.

I speak in favor of the amendment.

Again I believe that we can trust that the closer we give decisions to the grass roots, the better that decision will be. To have a national decision-maker that's not aware of what's happening in that local area, we then circumvent or we disallow that intellect, that knowledge, of what's happening at the grass roots to be voiced. So again, I would speak in favor of the amendment.

PRESIDENT GULATI: Anyone else?

MR. SQUILLARIO: Roy Squillario, New Jersey Youth Soccer.

I'm in favor of the amendment, because there are 50 states, and 50 different state statutes. I don't know if the Board is aware, but the current national youth F license that you put out on your web is not valid in New Jersey. It does not comply with the New Jersey state statute. So you've really got to have state associations involved in these decisions; you can't have a single control.

Sunil, you mentioned earlier, you want to look at the organization to be agile and change. Having single control in Chicago is not...
within that specific marketplace.

    The target and specific delivery of coaching education -- and, for example, Southern California, will be different than in Florida, and perhaps, different than in Rhode Island. The state associations are given very specific requirements to fulfill as far as referees, as far as involvement in that process, as well as coaching education, as far as having the technical directors or directors of coaching. So it seems to make sense to that. The secretary general is a very capable and able individual; however, it seems as though this would fit better to more closely meet the needs of that marketplace, and we already, as state associations, have those responsibilities currently.

    MR. SCRIVEN: Craig Scriven, USSSA. I speak against it. I represent the grassroots level. They need the coaching education. They need to be able to put on these clinics, and with the revamp of the coaching education program coming from the national governing body, I think the national governing body is in a good place, where the secretary general can approve the coaching courses.

    Also, I speak as a college coach. We don't see any players getting developed at a certain level, and it comes from coaches not being able to teach those players at the younger ages. So we need to have more coaching courses out there. We need to have the ability to have them at all levels.

    Thank you.

    PRESIDENT GULATI: Thank you. Anyone else?

    Okay. So we have a motion with an amendment on the floor, which is to strike the word "secretary general," replace them with "state association." I think it's pretty straightforward. So we'll put that to a vote. It's 1, if you support the amendment to strike secretary general and replace it with state association; 2, if you don't. The clock starts now.

    MR. KEPNER: Five, four, three, two, one, stop.

    PRESIDENT GULATI: So that amendment fails. And the decision-making about other organization members' approval would still be through the secretary general.

    Now we will take -- anything else on the main policy, to affirm the policy itself, which has been moved by Mr. Edwards, as amended by the, striking the words "or their members."

    Any other comments on that?

    All right. We will then vote to affirm that policy. Yes, if you wish to affirm that, that's 1; no, if you wish to not affirm that. And that's 2.

    MR. KEPNER: Five, four, three, two, one. Stop.

    PRESIDENT GULATI: That's approved. Thank you.

    We're then on to Policy 213, mandatory liability insurance from Mr. -- proposed by Mr. Groff. This was approved by the Board in February 2014. Do we have a motion to adopt this?

    UNIDENTIFIED SPEAKER: So move.

    PRESIDENT GULATI: So moved, Mr. Groff and a number of others. Any comments on this one? Any opposition to this one? Hearing none, we'll approve that unanimously, thank you.

And finally, we have a series of policies that were affected by the last document, and you will see that in your book, proposed amendments to referee policies, and those are policies 531-1,-2,-3,-6,-7,-8,-9,-10,-11.

And that was proposed by the Referee Committee and approved by the board earlier last year.

Do we have a motion to adopt those?

MR. EDWARDS: So move.

MR. CHRISTOFFERSEN: So move.

PRESIDENT GULATI: Mr. Edwards and others.

Comments on those? Any opposition to that set of policies? If not, we will approve those unanimously. Thank you. We are done with the policy section -- proposed amendments to Federation policies.

Next on the agenda is Foundation Board of Directors. As you will recall, we have four positions up, and so we will take nominations for the four. And our rule here is that the entire council votes on those, but that each of the four main groups that Mr. Kepner outlined earlier must be represented. So you
must have an affiliation with the pro game, the adult game, the youth game, or with the athletes' representation here, to be nominated to fill that particular spot, but there could be multiple candidates, in theory, from any of that, any of those particular groups.

So we are open to nominations. Hopefully, the councils have not forgotten this was happening today.

John Motta.

MR. MOTTA: John Motta, Chair of the Adult Council. It's my honor that I would like to place the nomination of Gianfranco Borroni to represent the Adult Council.

PRESIDENT GULATI: Thank you. Mr. Borroni nominated to represent the Adult Council.

MR. GARBER: Sunil, on behalf of the Professional Council, I would like to nominate JoAnn Neale. JoAnn has been with Major League Soccer for 17 years, and runs MLS Works, and has been on the Foundation Board for several, and an active member of the Foundation and a very, very passionate supporter of all the great work done by the Foundation.

nominations. Thank you. I'm going to assume that all four of those candidates are -- have accepted the nomination, and if so, we will approve them all by unanimity. Thank you.

Congratulatations.

(Appause.)

PRESIDENT GULATI: Next, on the business, we have -- we'll take nominations for our independent directors. As you know, seven years ago, we added independent directors to our board. Two of those slots are up, and I'm going to put into, the name -- put into nomination the names of Carlos Cordeiro and Fabian Nunez. Fabian is not here today, but both have been very active and helpful as we move forward, starting, in one case, five years ago and the other case, six years ago.

So I would like to put their names into nomination. 

MR. EDWARDS: Move to close nominations.

PRESIDENT GULATI: Any other nominations for independent directors? I have a motion to close the nominations from Mr. Edwards. We'll do that.

And welcome back, Mr. Cordeiro and Mr. Nunez. Thank you.

(Applause.)

PRESIDENT GULATI: We are now at the information for our next AGM, which will be in San Antonio, next year the 25th through the 27th. And it's not, obviously, around this time, but we are playing in San Antonio in April with the Men's National Team in a stadium of 63,000 people. That game is sold out as of yesterday, and it is certainly the first time since 1994 that we have sold out a large stadium with a national team game this far in advance. So well done for that game and well done to San Antonio which will be hosting us next year.

And thank you, San Antonio and Texas, South Texas.

(Applause.)

PRESIDENT GULATI: With that, I certainly also want to thank our two state associations here in Cal North, in both the adult and youth level, for hosting us. It has been a spectacular couple of days, and we're sure the rest of the stay will be equally good.

Let's just go to then another video.
February 14, 2015
San Francisco, California

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<td>(Video shown.)</td>
<td>PRESIDENT GULATI: Thank you.</td>
<td>Even reexploring my personal involvement to elevate our actions as a sport confronting the issue, at the same time, disclosing to all who are part of the team, yet returning to the most important action item that I continue to take on, take this on, and get stronger.&quot; Jon, a few weeks later, passed away. And he knew he was very sick and still was thinking about how to make the sport better. A service person in the U.S. Coast Guard, head of the Athletes Council, and in so many ways, an inspiration. He was a Paralympian, and in so many ways, an inspiration for all of us that got to know him. So I certainly want to recognize him, and turn the floor to Eli Wolff, who was a dear friend of Jon's and member of our paralympic effort as well. Eli. (Applause.) MR. WOLFF: Thank you so much, Sunil. Jon was my closest and best friend, so it's very sad, but he had an amazing life mission and a purpose, and he always shared it with all of us, and his message was &quot;Share the love.&quot; He would always say, &quot;Share the love&quot; as a player. He would come to the field, say &quot;Share the love.&quot; And then when he was out there as a humanitarian, promoting the good of the sport, promoting the power of soccer, he would always be &quot;Share the love.&quot; So I thought that perhaps as a way to think about him, to remember him, we could altogether, just for a moment, go &quot;Share the love.&quot; So, 1, 2, 3, &quot;Share the love.&quot; Thank you-all so much and thank you, Sunil. PRESIDENT GULATI: Thanks, Eli. (Applause.) PRESIDENT GULATI: First word for Jon, and the last word would be for Cal North in a little bit. But anyone else that wants to address any issues under the Good of the Game, this is the time. Please identify yourself for our official record. MR. PIAZZA: I'm Pascal Piazza, Texas South. We lost a giant of a game when we lost Milton Aimi, who passed away this last month after a long debilitating illness. Milton was,</td>
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<td>(Applause.)</td>
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<td>PRESIDENT GULATI: Thank you.</td>
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<td>We are near the conclusion of the meeting. We are at the Good of the Game, and normally, I save my comments on Good of the Game for last, but today, I'm going to start. And then we've got a couple of people that have asked for specific time, and we will do that first. We recognized earlier people that we had lost in the last year. We lost a board member in the last year, Chairman of the Athletes Council. And along the way in this game -- and this stands true for all of us -- we meet people who've had a huge impact, whether it's on ourselves or on the sport. And Jon fits that in so many different ways, as a sitting board member, in service to the country, in service to the sport. And I would rather have Jon's words of counsel, of service to the country, in service to the sport. I do feel at this time, after talking with my medical teams, that I can continue to be actively engaged with all my responsibilities in the leadership of our sport.</td>
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<td>&quot;Dear Sunil, I hope this finds you sick. And I would rather have Jon's words of counsel, of service to the country, in service to the sport. I do feel at this time, after talking with my medical teams, that I can continue to be actively engaged with all my responsibilities in the leadership of our sport.</td>
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again, one of the giants of the game. He grew
the game in North Texas, South Texas, and
throughout the country. And I just want
everybody now to again, to have a moment of
silence to thank Milton, because we would not be
here if Milton were not here and gave all he gave
to this great game.
(Moment of silence.)
MR. PIAZZA: Thank you. And look
forward to having everybody in San Antonio next
year.
(Applause.)
PRESIDENT GULATI: Thank you. Anyone
else on the Good of the Game. Anyone else back
there? I'm sorry? No? Anyone else? John
Sutter.
MR. SUTTER: Yes, Sunil.
Evelyn Gill has served as the
vice-president and now the vice chair of U.S.
Youth Soccer for many, many years, and she's not
seeking reelection this summer, so this will be
her last AGM, with U.S. Soccer, at least in the
position of responsibility for U.S. Youth Soccer.
She has been a fixture at these meetings and with
U.S. Youth Soccer, and I would like to
acknowledge the work that she's done on behalf of
our sport.
(Applause.)
PRESIDENT GULATI: Anyone else from
the Board? We're good?
Bob Kepner.
MR. KEPNER: Jon McCullough was a
member of the Credentials Committee, and the
thing I remember the most about him is that every
meeting, he always had a smile on his face. A
great contributor, very positive all the time. A
level of energy, he would arrive at meetings,
hurrying in, participate, hurry out, go to
something, come back.
So he's a real loss.
There's another person who was a
staunch member of the U.S. Soccer family, a small
man. Even smaller than I am. That's Don Gurney.
Many of you will remember him. He also died this
year. We got to know Don in the youth ranks, in
Region 3, from Florida. Another man who showed
enormous devotion and enormous attention to
detail, cared as much as anybody could possibly
care, particularly, for young kids.
And so I will miss Don, I'll miss
Zopfi, from Cal North.
We really appreciate the opportunity
to host everyone this weekend. I think the
weather may have had a little effect on the vote
for Hawaii, but I could be mistaken.
We appreciate the opportunity to
share with you a real true Good of the Game,
something that's been with us, and we've worked
with for over 30 years, and I know a lot of other
state associations have done the same. And
really my words aren't necessary. I think the
little video we're going to show you will really
leave you with a nice warm feeling as you end the
day.
(Video shown.)
(Applause.)
PRESIDENT GULATI: Ladies and
gentlemen, that brings us to the end of our
business for the day.
And I want to again thank you for
your support of the game, love of the game, and
your service to the game, and for this weekend.
And with that, I will accept a motion
to adjourn the meeting and see you tonight for
the game.
MR. EDWARDS: So move.

PRESIDENT GULATI: So moved. Enjoy the rest of your day. Thank you.

MR. KEPNER: You can leave the keypads where they are. Members of the staff and committee will pick them up.

(Adjourned at 9:23 a.m.)

REPORTER'S CERTIFICATE

I, DEBRA K. RESLING, RMR, and Certified Realtime Reporter appointed to take the meetings of the U.S. Soccer Federation, do certify that the within proceedings of the National Council meeting were taken by me stenographically in San Francisco, California, on February 14, 2015 then reduced to typewritten form consisting of 67 pages herein; that the foregoing is a true transcript of the proceedings had.

In witness hereof I have hereunto set my hand this 5th day of March, 2015.

Debra K. Resling, CSR, CRR, RMR
Registered Merit Reporter
and Notary Public.
4 Cheyenne Blvd.,
Colorado Springs, CO  80905
My commission expires February 28, 2017