Reported by Rebecca L. DiBello, RPR, CSR

ADULT COUNCIL MEETING

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PRESIDENT MOTTA: Okay. Welcome back everyone and $I$ want to call to order the meeting of the Adult Council of U.S. Soccer.

So, I'm going to turn the Credentials Report back to Dyann and she will -- we're not going to go through the entire list again because we already know who is here, but she is just going to update and ask for a motion to accept the amended Credentials Report.

So I'll turn it over to Dyann.
MS. PUGLIESE: What we're asking for so we don't have to read everybody again is a motion to remove the USASA NBOD and the Regional Board of Directors from the USASA Credentials and then we're going to add in and right now take attendance for the Adult Commissioners for the Adult Council.

So again, if you're on this please raise your hand and say "here" so that we can update that.

Adult Commissioner Chair John Motta. PRESIDENT MOTTA: Here.

MS. PUGLIESE: Adult Commissioner NBOD

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Richard Moeller?
MR. MOELLER: Here.
MS. PUGLIESE: Adult Commissioner Tim Busch?

Adult Commissioner Bill Davey?
Adult Commissioner Rob LaVielle?
MR. LAVIELLE: Here.
MS. PUGLIESE: Adult Commissioner Fritz
Marth?
MR. MARTH: Here.
MS. PUGLIESE: Adult Commissioner Shonna Schroedl?

MS. SCHROEDL: Here.
MS. PUGLIESE: Adult Commissioner Cezar Wasecki?

MR. WASECKI: Here.
MS. PUGLIESE: Okay. And we will be updating that to reflect not only those changes, but additions and we'll report back. Thank you.

Can $I$ have a motion?
PRESIDENT MOTTA: You've got the numbers?

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MS. PUGLIESE: Yes. I believe the numbers are -- the numbers for the Adult Council, total of 180 possible votes. 165 present. Half is 83. Half plus one is 84 and a two-thirds vote is 110 .

And $I$ want to thank Jen Sunderland and Nick Schmitt for all their background help. They're not here, but they are working really hard in their home offices, so thanks to them as well.

I just need a motion and a second. MR. LAVIELLE: So moved.

MS. PUGLIESE: Rob Lavielle motioned.
Second?
MS. SCHROEDL: Second.
MS. PUGLIESE: Shonna second. Any objection? Motion carried.

PRESIDENT MOTTA: All right. Well, thank you, Dyann, again for the great work and I also want to thank Jen, Nick, Duncan for all the work they do preparing all this stuff. I know it seems very easy to me, but $I$ know that, you know, behind the scenes somebody has

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to prepare all this and get all this stuff done and $I$ want to definitely thank the staff for getting this done and making our lives on the Board a breeze, so thanks, guys.

I already gave you my report in the last meeting, but $I$ 'm just going to update you on just a few items that were discussed at the Board meeting of U.S. Soccer this morning if you weren't on the call with them.

Just a couple of, you know, things that maybe everybody is aware of, but I'll just mention them. As you well know, that this week it was announced that U.S. Soccer has made a new $T V$ deal for the English language with Warner $T V$ and last night the Board of Directors -- actually, we got a great tour of the Warner studios which is here in Atlanta. We actually got to sit in at the live pre basketball game of the Celtics and watch Shaq O'Neil and that whole group do their stuff live and actually we actually got to meet them and talk to them after they finished their show. So it was a really good time.

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The one thing $I$ will say that the feeling I get walking through the Warner studios, I mean, we had the president there with us. I mean, you can see the atmosphere, the work environment at Warner was very good.

They had two producers that were working there that's been there since the inception of Warner TV which speaks volumes on, you know, how they probably treat their employees and the dedication of employees.

As an employer myself, $I$ know how hard it is to retain good help and when you retain good help it is definitely a testament on how the management of that company treats their employees and you can just see that all the players that were giving us the tour, it was like a family in there.

It was not like a corporate office. Everybody knew each other. They called each other by first names. It was a very relaxed atmosphere and, you know, it was wonderful walking around the studios and actually seeing a live TV broadcast being broadcast while

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we're there.
So it's a good TV deal for U.S. Soccer. I think they made the right choice. As you well know, Warner TV, they have the broadcasting rights for the NBA, the NHL and others, so we're actually in good company when it comes to sports so $I$ was very happy to be there and I'm very happy that U.S. Soccer announced that deal.

And you notice $I$ said English language. So they're still working out a deal with who will be getting the broadcasting rights to the Spanish language TV. That hasn't been announced yet, so I'm sure they are still working on that.

So one of the questions $I$ did ask during the presentations this morning was, you know, what kind of deal did they have for the U.S. Open Cup. As you well know, many of our members participate in the U.S. Open Cup and I thought it was an important -- I think it's very important that $T V$ deal and $I$ wanted to know, what did it include for U.S. Open Cup

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and, I mean, they didn't have a solid answer, but they said it is part of the discussions with them, but they did make a statement that if we are not happy with what they're doing with the U.S. Open Cup, U.S. Soccer has the right to go find another person that would do exclusive rights for the U.S. Open Cup, so that is part of the contract.

It is open, so we'll see how it goes for next year because the contract starts in 2023 . You know, we talked about the She Believes Cup and as many of you know, our national team women won the She Believes Cup this year. They didn't win it with all the old stars that they had at the world cup. They brought in a lot of the young talent and it's great to see that the young talent actually won the tournament.

So you know, women's soccer at USASA, we know we're the best in the world and seeing these young stars participating is very promising for the future of women's soccer in our country.

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We did talk about the agreement that was announced two weeks ago for the Women's National Team. As you well know, that we have been in litigation with the Women's National Team for probably five, six years on the equal pay issue and two weeks ago -- well, maybe three weeks ago the Board of Directors of U.S. Soccer did approve the $\$ 24$ million settlement.

One thing $I$ will say is it was not unanimously approved. There was some people on the Board who did not approve it, so it was not a unanimous decision, but the \$24 million was approved with $\$ 22$ million in cash going directly to the female players in that class suit and $\$ 2$ million going into a development fund that will be established later.

But the one thing $I$ do want to address to our members that $I$ feel is important is they made the announcement -- again, the timing is suspect, first of all, but it is not a done deal.

You know, they make it sound like this is, you know, signed, sealed and delivered, which

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it is not. So the one thing that, you know, that everybody needs to know is that deal is contingent upon the women agreeing to a new CBA agreement by the end of March and there is also other obstacles.

That CBA agreement must have in it that the men and women will have equal pay in that CBA which means the men have to agree to it because they can't put it in there if the men doesn't agree to it, so this -- even though they made the announcement that the settlement was accepted, they do still have those hurdles to go over.

They need to get the CBA done which needs the men to approve equal pay and the women to agree to an equal pay clause. So I think there's still a lot of work to be done. It's not a done deal, but at least an agreement was reached which was a positive move for U.S. Soccer.

As you well know, World Cup qualifying for the men is at the end of the month. Again, I think what we were told is the men would --

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out of three games they have left they would need a win and two ties, so they need five points to qualify for the World Cup in Qatar in November.

So they need to come out -- if they got two wins they're over that, they're done, but they need to at least get a win and two ties so, you know, they have two difficult games. One is in Mexico and then one in Costa Rica. So you all know as well as $I$ do that when you play a World Cup qualifying game away from home it's not an easy game no matter who your opponent is and then we have Jamaica at home which should be the win, but it's world Cup qualifying. You never know what happens.

I mean Panama. I'm sorry. Panama at home, which again it's not an easy easy game, but it is a home game and they should -- you know, they should prevail at home. So that is happening, the World Cup qualifying, at the end of the month. I'm sure the games will all be exciting, so be prepared for that.

One thing that $I$ found interesting is Dan

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Russell who runs the sporting department of U.S. Soccer which oversees the referees and the coaching department, he gave us a presentation and if you were on the call you would see that presentation. But he totally excluded any information on referees, which in my opinion should have been the topic of discussion because we all know how much we're all struggling to get referees.

So when he finished his presentation I immediately, you know, raised my hand and asked him, I go, Rob -- I mean, Dan, you know, one of the biggest issues facing the grassroots, the youth and the adults is we can not find referees to referee our games today.

What is U.S. Soccer doing? And I did mention that you guys have made the entry level costs harder. You've made recertification harder and I also threw in there that by you guys changing the grading system the way you did, you actually insulted many referees out there. So what is U.S. Soccer doing with this? And he gave us his,

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you know, spiel that yeah, you know, we don't have total control of this, there are state -the state referee committees we have to deal with, so again, he didn't come up with a concrete answer of what they're doing.

Basically what they did is threw it back at the state associations to kind of say that, hey, we have to deal with all these state referee committees. Everybody is different, everybody. So I did raise the issue that it is a serious problem for our members.

And the last thing $I$ will talk about is the Innovate to Growth Fund. They gave us the figures for this year and it's almost embarrassing to report this, but U.S. Adult Soccer members, there was only one application submitted to U.S. Soccer for the Innovation to Growth Fund.

They have a total of 35 applications and U.S. Adult Soccer was one. Well, I've got to take that back a little bit. There were ten joint state associations so there were ten other states that were joint that did put a

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bid in which were also included with the adults, but an adult association standalone was just one.

The youth had 15 applications. The disability groups had two and the national affiliates had three applications for a total of 35 applications. That totaled amount comes to $\$ 6$ million of ask grants. As you know, the budget is only $\$ 3$ million, so they're going to have to look at those very closely because actually they don't have $\$ 6$ million in the budget, so they're going to have to either reduce the ask for the funds -- from the fund or deny some of these.

So that is pretty much the report on the U.S. Soccer meeting this afternoon -- this morning. They're in executive session right now which me and Richard Moeller will go back to as soon as this meeting is over.

So that is my report. Anybody have any questions for me on that report? Put it in the chat or something and we'll look at it. If not, we'll just continue with the meeting.

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So next on the agenda would be the confirmation of the minutes of last year's Adult Council Meeting and that was sent to you like months ago by the office and $I$ would like to ask for a motion to accept the minutes.

Again, the minutes are usually -- is that the stenographer? It was a stenographer who sent out the copy of what everybody said so you won't get -- you will never get more detailed minutes than those.

MS. SCHROEDL: I will make a motion to accept those minutes.

PRESIDENT MOTTA: Thank you, Shonna. Is there any debate?

UNIDENTIFIED SPEAKER: Second.
PRESIDENT MOTTA: Is there any debate on the -- did they spell your name right, Cezar? He didn't hear me. Seeing no additions or any deletions, the minutes are accepted as presented.

Next on the agenda we have the election of adult commissioners and, as you all know, every year four commissioners -- we have an

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election for four commissions.
This year's commissioners that are up was Fritz Marth, Rob LaVielle, Bill Davey and Cezar. Cezar, yes. I said Rob LaVielle. So those four commissioners are up for re-election. Rob Lavielle and Bill Davey have decided that they don't -- they will not run again for another term.

So $I$ want to personally thank Rob and Bill Davey, who is not on the call, of all the years of service not only with the Adult Council but also with USASA. They were very strong members of our Board, both of them. They did a great job on our commissioner calls and always had valuable input.

So $I$ want to personally thank Rob and Bill for the years of service and good luck in your exercising things you do, Rob. I see you on Facebook and it looks very challenging so I can understand why you don't want to be our Board member anymore because you need to concentrate on staying in shape, but $I$ respect you for that. So thank you.

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So with that -- go ahead, Rob. You want to say something?

MR. LAVIELLE: Thank you, John. I appreciate it. I just wanted to thank you, my peer Adult Council members, certainly the Board of Directors. Lifelong friends in this organization.

I will be a little bit at arms' length, but won't totally disappear, I promise, and thank you again, John. Appreciate it.

PRESIDENT MOTTA: Thank you, Rob. So
next we have two open -- well, we have the election for four. Cezar and Fritz have announced they will seek re-election and then we have Richard Groff and Chaz who have made the announcement that they will fill the seats that are vacated by Rob and Bill.

So since we do not have any contested elections, $I$ would call this election complete by acclamation and congratulations to Cezar and Fritz for being back and a special congratulations to Chaz and Richard Groff as our new commissioners to the USASA's Adult

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Council, so welcome guys.
Next I'm going to turn this seat over to Richard Moeller because we have to have the election for the Chairman of the Adult Council.

MR. MOELLER: Hello everyone. Hope everybody is doing well and staying safe. It's my honor as an adult commissioner to nominate and recommend John Motta to be re-elected as the Chair of the Adult Council.

And I don't -- I guess I would ask for anyone that opposes that, please raise your hand. I guess I should also ask are there any other nominations for that position?

Seeing none, John, you're the Chair by acclamation.

PRESIDENT MOTTA: Thank you.
MR. MOELLER: Congratulations.
PRESIDENT MOTTA: Thank you, Rich. So I will return the chair to Richard Moeller and he would like to make an announcement.

MR. MOELLER: Thanks again. I just wanted to speak with everyone today. I wanted

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to make an announcement to everyone. Last year $I$ was re-elected by everyone, and $I$ appreciate it very much, for a two-year term to represent the Adult Council as one of the two representatives on the U.S. Soccer Federation Board and $I$ do have one year left.

However, I do wholeheartedly feel that those two positions should be the president and the vice president representing the Adult Council in the USASA, so I am going to step down, resign, not retire, but step away so that that -- $\quad$ believe that spot can be taken by our current vice president, Richard Groff.

I spoke with Richard and John as well and I also told the Board of U.S. Soccer today and last night as well, so $I$ would definitely ask everyone to support Richard for that opportunity.

And $I$ know he's going to do us well. So thank you all and it's been a pleasure to do that. I'm not going away. I'll be around to help. If anybody ever needs me you've got my number, but definitely it's the right thing to

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do. Thank you, everyone. John?
PRESIDENT MOTTA: Before we continue I personally want to thank Richard Moeller for the noble thing he just did. I know it was not an easy decision for Richard. I want to say that, you know, Richard and I are very good friends.

I know he ran against me for president, but $I$ never held that against him. We continue to be very good friends. I have the utmost respect for Richard. I don't know anybody on our Board or as a commissioner that has a bigger heart than Richard Moeller has.

I mean, his heart is definitely in the right place. He loves the game. He loves us all. I mean, $I$ know that. I mean, you can see it in his actions and his words and it's not bullshit. It's real.

So, Richard, as a friend, thank you. Like you said, you're not going to leave. We've got plenty of stuff we're working on and we already had some ideas where we want you to help us out, so definitely we're not going to

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let you go. So thank you for what you just did.

Saying that, $I$ spoke to Greg Fike this morning and he stated that we can hold a special election now, but since it was not a 30-day notice it would have to be a unanimous consent by the U.S. Adult Council members that we hold a special election for Richard Moeller's seat so we can elect Richard Groff. So, I will make a motion that we suspend the rules. I guess that's the right language. Sounds right. Okay. I got an attorney on my side who is giving me advice and he said the right wording is that I'll make a motion that we waive the $30-d a y$ notice to the members and we hold a special election for the second representative on the Board of Directors of U.S. Soccer today.

Is there anyone who objects? Rob LaVielle, you've got your hand up. So are you objecting?

MR. LAVIELLE: No. I'm not objecting. I'm sorry. I didn't know we were running into

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this. Just a point of order. There was a question from Andy Marion and $I$ think it got lost in the chat and he was not able to address that question. But we can go to it after this procedure.

PRESIDENT MOTTA: Okay. All right.
Perfect. So I saw another question from Dan Rooney. Hold on. Let me read it. It says who is the parliamentarian, by the way? Yours truly. We actually have a real parliamentarian that just walked into the room, Al Gage, who is a certified parliamentarian. He just walked into the room so we can actually get his opinion on this. So we have a member who just vacated a seat that he had another year on, right? We want to hold a special election to elect him, to represent him. We didn't give 30-day notice, so in order to put that on the agenda you need unanimous consent. Am I right? (Conversation held off camera.) PRESIDENT MOTTA: Has to be a anonymous vote to waive the 30 days? Okay. Okay. Same

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thing, but different word. No?
MR. GAGE: You can't waive the notice. Everybody that is present obviously waives the notice. The people who aren't present can't waive the notice, so you really can't.

PRESIDENT MOTTA: I want to make an executive decision that everybody is present. MR. GAGE: How would $I$ know different? PRESIDENT MOTTA: I know. So we do have a real parliamentarian here, so it's not yours truly anymore and his interpretation is to waive the 30-day notice that we need a unanimous vote to waive the $30-\mathrm{day}$ notice, so I'll make a motion to waive the 30 -day notice and we need -- if anybody objects or votes no raise your hand.

Seeing none, we did get a anonymous vote to waive the $30-\mathrm{day}$ notice to have a special election for the second seat on the Board of Directors.

Okay. So I'll give the seat back to Richard Moeller.

MR. MOELLER: Hi. Richard Moeller here,

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Adult Commissioner. I'd like to nominate Richard Groff for the position of the representative -- one of our two representatives for the U.S. Soccer Board of Directors.

MS. SCHROEDL: Do you need a second?
PRESIDENT MOTTA: Thank you, Richard. So we have the nomination of Richard Groff. I think Paul Scherer has his either hand up -or hold on. Let me check the chat. Wait a second.

Richard Groff was just elected as a new commissioner. Okay. So Paul Scherer. Can you make him a panelist so we can have Paul speak?

MS. SUNDERLAND: He's up there.
MR. SCHERER: Hello.
PRESIDENT MOTTA: Hey, Paul. Welcome.
MR. SCHERER: You asked for a unanimous vote. You asked if anybody voted against. I have raised my hand and it was overlooked.

PRESIDENT MOTTA: So you're raising your hand that you do not want to waive the $30-d a y$

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notice?
MR. SCHERER: That's correct.
PRESIDENT MOTTA: All right. So then we do not have an election. Okay. Thank you, Paul.

MS. SCHROEDL: Does Richard Moeller then stay in that position for now?

PRESIDENT MOTTA: Well, he technically resigned, so now we only have one member on the National Board of Directors on U.S. Soccer and that is myself.

MS. SCHROEDL: Can I add something?
This is truly not going to be good for the U.S. Soccer meeting this afternoon because we have now lost a vote.

PRESIDENT MOTTA: No. He's still on for today until tomorrow.

UNIDENTIED SPEAKER: He is a proposed commissioner and on that board until Sunday afternoon. What this was was just allowing us to fulfill it today, but from now on have a --

PRESIDENT MOTTA: Special election. And give $30-d a y$ notice and have a special

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election.
MS. PUGLIESE: Because I'm on my way to the U.S. Soccer credentials meeting.

MS. SCHROEDL: Is there a provision to have a temporary appointment until we have an election?

PRESIDENT MOTTA: No. No. So what we're going to have to do is give everybody a 30-day notice and have a special election for this seat.

Okay. So we move forward. So in the meantime after tomorrow we only have one representative from the Adult Council on the U.S. Soccer Board of Directors. Yes. Okay. So we'll work on the notice.

MS. SUNDERLAND: John, Tom Moore has his hand raised as does Peter Pinori.

PRESIDENT MOTTA: Okay. I'm sorry. I can't see hand raises, but we'll start with Tom and then we'll go to Peter. Go ahead, Tom. Floor is yours.

MR. MOORE: Thank you. Just very quickly, we have some provisions in the USASA

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bylaws, but to the extent to which they apply to the Adult Council --

PRESIDENT MOTTA: They don't.
MR. MOORE: I need a little advice, but they do allow for electronic voting. So the question would be could this be done electronically?

PRESIDENT MOTTA: I think we'll have to check Chicago law because -- okay. Our parliamentarian knows the law. We can do it electronically under Chicago law, so our parliamentarian who is here with us just informed us that we can legally do electronic voting.

MR. MOORE: That will work.
PRESIDENT MOTTA: Thank you, Tom. Peter? Peter Pinori?

MR. PINORI: Yeah. I'm trying.
PRESIDENT MOTTA: We can hear you, Peter.

MR. PINORI: I've been trying for the last hour and a half, but $I$ appreciate the opportunity to talk because it seems like

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somehow we are not having the right -- we can't speak or anything until somebody recognizes us, but anyway, I wanted to appeal to Paul to do the right thing.

This makes no sense that most of us would like to make that happen. Richard Moeller does not want to be there anymore. He was the one who nominated Richard Groff. I don't see how you by yourself should hold everybody, you know, on hold like this.

We have one voice instead of having two voices, so I'm appealing to Paul to please reconsider.

PRESIDENT MOTTA: Okay. The parliamentarian, Peter, is saying that you cannot berate a fellow member for voting the way he did.

MR. PINORI: I didn't berate anybody. I'm just asking him to have a chance. I'm not berating him. You want me to berate him? I can do it.

PRESIDENT MOTTA: Yeah, I know you could. So I think your point was made.

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I think Arthur Mattson who is representing Florida is here and would like to speak.

MR. MATTSON: In regards to Rich's resignation, $I$ don't think any sort of timeline was put on it. Is it possible that his resignation is in sync with a replacement?

In other words, if a notice, a 30-day notice is put out tomorrow, Richard's resignation could go into effect as soon as a replacement is made in 30 days? Would there be any problem with that?

MR. GAGE: I don't think you can call a special election and -- (inaudible.)

MR. MATTSON: So at what point, at what point does his resignation become effective?

PRESIDENT MOTTA: Tomorrow after the AGM.

MR. MATTSON: Who determined that?
PRESIDENT MOTTA: U.S. Soccer bylaws. It states at the end of the AGM it's over. (Cross-talking.)

PRESIDENT MOTTA: Okay. Anybody else have any comments? Hold on.

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MR. WASECKI: John, can I ask you something?

PRESIDENT MOTTA: You can ask everybody. Go ahead. You can ask a question.

MR. WASECKI: Who can run for this position once it opens in 30 days?

PRESIDENT MOTTA: I think anybody, right? Only the eight commissioners can run.

MR. WASECKI: Okay. So is it worth asking, and I'm just asking for Paul to consider this, too. If it's only the eight commissioners that can run, is there anyone that's interested in running in 30 days because we're just delaying something.

If no one is willing to run in 30 days, then $I$ want a recall to reconsider it. That's the only thing I'm just trying to throw out.

PRESIDENT MOTTA: I do not know the answer to that, Cezar.

MR. WASECKI: I'm asking the commissioners to run right now because we're all here. I'm not running. Is there anybody else that is interested? If there are why

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don't you guys speak up.
EXECUTIVE DIRECTOR RIDDLE: Cezar, I think Paul is nominating Tim.

MS. SCHROEDL: Tim was on the call last night when this was discussed and did not indicate he wanted the position. All of the commissioners that were on the call, which was everyone except Bill Davey who is now not a commissioner, heard this information and supported the nomination of Richard Groff.

MR. WASECKI: Okay. So what we're saying essentially is we're delaying it 30 days for no one to run. I just want to make sure Paul is aware of that. That's all. I just wanted to say that on the record.

PRESIDENT MOTTA: Paul, you can respond if you want to if you have any information that you want to share with us. I do not know if any information -- I don't know if you would like to respond, Paul. I guess not.

Okay. So I think it stands as it is. We will send out a notice tomorrow for a special election in 30 days. And if, you know, any

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other commissioner would like to run you have that opportunity.

Next on the agenda is the Report of the Chair which $I$ have already done. Recommendations to U.S. Soccer NBOD and resolutions. We really don't have any.

Now we have New Business. Okay. We have to -- I'm going to turn it over to Richard to talk about the bylaw.

MR. MOELLER: Hello, everyone, again.
So we have a policy for the Adult Council. It is the policy that was sent out to you in early February. In addition, it was a policy that was sent to the U.S. Adult Soccer Rules Committee. I think that's been distributed to everyone as well.

As you know, in U.S. Adult Soccer we have a voting that includes the Board of Directors. The Board of Directors each have one vote when U.S. Adult Soccer meets, so that's in this case eleven people have a vote on everything except election of officers for U.S. Adult Soccer.

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Now, at the U.S. Soccer Adult Council we have a different voting structure. It does not include the Board of Directors. Those eleven people cannot vote in the U.S. Soccer Adult Council. They cannot even attend and they cannot make motions and they cannot lead because they are not a member.

Now, if you happen to be a U.S. Adult Soccer Board member like John or like Cezar and you're also Adult Commissioner, you can do that. So, in this case we probably take two or three people away from the eleven, okay, that do vote in the U.S. Soccer Adult Council.

So the policy as presented to you reads that all the members of the U.S. Adult Soccer Board of Directors will have a vote in the U.S. Soccer Adult Council. So that's eleven people.

Now, if you're an Adult Commissioner you don't count. If you're on the Board of Directors you do not count. You hold your votes there.

What we are projecting if you were to

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approve this, okay, at the U.S. Soccer National Council meeting on Saturday morning, there would be either five or six people who would be added to the voting rolls because the others are already voting in a different position.

I'm open for questions. John? So we need a motion to accept the policy.

UNIDENTIED SPEAKER: I'll motion.
MS. PUGLIESE: Second.
MR. MOELLER: Dyann to second? I don't
think you can make a motion. She's not a member of the Adult Council.

MR. MARTH: I'll make the motion, Richard.

MR. MOELLER: Okay. Fritz is making the motion. Is there anyone else?

MS. PUGLIESE: I am a state rep.
MR. MOELLER: Oh, you are a state rep.
So Dyann, you'll second. How about that?
Okay. Are there any other questions?
PRESIDENT MOTTA: Okay. I was told by
the parliamentarian the president must run the

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vote, so here $I$ go. So we do have a motion made by --

MR. SCHERER: I have a question. PRESIDENT MOTTA: Sure. Go ahead.

MR. SCHERER: I had a question. I want to know how does that effect my vote? PRESIDENT MOTTA: What do you mean your vote, Paul?

MR. SCHERER: Well, if we're allowing other people --

PRESIDENT MOTTA: You mean how it effects your vote totally?

MR. SCHERER: Yes. Percentage wise. PRESIDENT MOTTA: Yeah. Percentage wise, okay.

MR. SCHERER: Does that increase my voting strength? Does that decrease my voting strength?

PRESIDENT MOTTA: It would decrease everybody's voting by like . 4 percent.

MR. SCHERER: How does that help us again?

PRESIDENT MOTTA: It just gives your

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Board of Directors today who do not have a voice on the U.S. Soccer's -- I mean National Council. They're all elected by everyone on this call. It just gives them a voice when they're at the U.S. Soccer's National Council meeting and have the right to represent you as you elected them to to say something, whether they're in favor of a motion or if they're in favor of the budget or they have something they're against.

Today your Board of Directors cannot speak at the National Board of Directors meeting tomorrow, for an example, the National Council meeting tomorrow. This would allow them a voice there if needed. MR. SCHERER: Thank you. PRESIDENT MOTTA: You're welcome, Paul. Any other questions? And Jen, if you see somebody with their hand raised, please let me know because I can't really see everything on this computer. MS. SUNDERLAND: Okay. PRESIDENT MOTTA: Anybody have any other

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discussion on the motion that was made to give the Board of Directors a vote at the National Council meeting?

MS. SUNDERLAND: Paul, do you have a question again? Your hand went up and then it went down.

Okay. I'm guessing he does not.
PRESIDENT MOTTA: That was a mistake? Okay.

MS. SUNDERLAND: His hand is not back up.

PRESIDENT MOTTA: Okay. Seeing there is not any questions --

MS. SUNDERLAND: Duncan or, I'm sorry, John, Jeff has a question.

PRESIDENT MOTTA: Go ahead, Jeff.
MR. RUEBEL: I'm just curious. Are the current people who can speak for us not able to adequately address and raise our concerns that we need to add more people?

PRESIDENT MOTTA: You're going to give them, your Board of Directors, a right to be a delegate at the National Council meeting which

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today they have no right to speak. They have no right to really -- to vote, speak on your behalf.

MR. RUEBEL: For example, John, can't you do that for us?

PRESIDENT MOTTA: I can. Of course I can.

MR. RUEBEL: Why do we need to have five more?

PRESIDENT MOTTA: The way I look at it, it's giving your Board of Directors who are elected a little bit more respect that, you know, that they can be at the National Council meeting and share their voice and share their concerns.

MR. LAVIELLE: Hey, John?
PRESIDENT MOTTA: I'll give you an example. I'll recognize you in a minute.

We have Richard Groff who is vice president of this organization. He's an attorney. He's got a wealth of knowledge, probably more than anybody in this call.

He cannot speak at the National Council

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meeting of U.S. Soccer. He cannot speak. He cannot vote. He cannot even give an opinion. Right?

Well, okay, if he wasn't elected as a commissioner prior. So this would give somebody like a Richard Groff who is a member of your Board of Directors a chance to speak on the behalf of U.S. Adult Soccer.

So who had a question?
MR. LAVIELLE: John, this is Rob.
PRESIDENT MOTTA: Go ahead, Rob.
MR. LAVIELLE: I was just going to speak with that example and also there are several directors who do not hold a state position. They would be in that same circumstance, so this gives them the right on your Board of Directors to be a delegate, have a vote in national elections, speak on the floor. So I do support this.

PRESIDENT MOTTA: Thank you, Rob. Any other comments? Seeing none -- are they voting electronically?

MS. SUNDERLAND: John, Jeff has his hand

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raised again.
PRESIDENT MOTTA: Okay. Jeff, I'm sorry. I can't see.

MR. RUEBEL: That was by accident. I'm sorry.

PRESIDENT MOTTA: That was by accident, okay. Thank you.

Before we go into electronic voting I'm going to ask is there any -- if there is opposition to this -- is there any objection on this motion to carry it forward or to approve it?

MS. SUNDERLAND: Mario has his hand raised.

PRESIDENT MOTTA: Is that a question or an objection? Mario? Mario can you hear me?

MR. DEPAOLA: No.
PRESIDENT MOTTA: You don't have a question?

MR. DEPAOLA: John, I have raised my hands to vote yes. I thought you were calling for a vote.

PRESIDENT MOTTA: Not yet. We didn't

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call for the vote yet. What I called for is if there's anybody that objects to the motion, raise your hand.

So if nobody objects it passes unanimously. Does anybody object to this motion? Please raise your hand.

MS. SUNDERLAND: Jeff has his hand raised.

PRESIDENT MOTTA: So Jeff, you object? Okay.

It means we have to go to electronic voting. Okay. Since there was an objection for a unanimous approval, we will have to take a vote.

So Nick -- do I turn it over to Nick?
MR. SCHMITT: John, I'm going to email out the ballot. Maybe we take a 15-minute break and everybody can vote.

PRESIDENT MOTTA: Okay. So everybody, you heard Nick. He's going to email you to the email on file a ballot. You mean like a roll call? Yes. No. No. We're doing this on Zoom. Hold on, people.

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Okay. Does anybody object -- can I entertain -- guys, hold it. Guys, wait. Relax.

Go ahead. I'm listening to the parliamentarian. So the parliamentarian says I have two choices. Ask for unanimous consent which I did and I did not get and he says I have the authority to call a roll call vote which we will do.

Because it's an electronic meeting, the President has the authority to call for a roll call vote, which $I$ will call for a roll call vote now. So we don't have to wait for Nick to email and do all that.

So all right. So can $I$ turn it over to our credentials chairperson to call the roll and the vote? Hold on. She's getting it prepared.

So Jen and Nick, please keep track of the voting. Dyann will call the roll call and you guys --

MS. SUNDERLAND: John?
PRESIDENT MOTTA: Yes.

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MS. SUNDERLAND: Hold on. We will have to allow everyone to speak if we're doing it verbally or are we doing the raised hand?

PRESIDENT MOTTA: We can do either. Do the raised hand. It's probably quicker. That's what raised hand is, once they call their name, let them raise their hand.

MS. PUGLIESE: Here's the problem we have. Some states that have multiple delegates and may not want to vote the same way, for example.

PRESIDENT MOTTA: So you have to call the delegates.

MS. SUNDERLAND: We do not have that list, John.

PRESIDENT MOTTA: All right. Guys, we're going to take a five-minute recess.
(Recess taken)
PRESIDENT MOTTA: So we've determined that the only way of getting this done is through the electronic voting system which means that we're going to take a 15-minute break and in those 15 minutes Nick will send

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out a ballot -- email you to your email a ballot for you to vote and then we'll vote.

Duncan, so once they get the ballot they can vote? All right. So we'll give you 15 minutes. If somebody does not get the email please send it into the chat to Jen. Jen will monitor the email. If you don't get it in the next maybe five to 10 minutes.

So we're going to reconvene at 2:10
Eastern time. Gives you plenty of time.
MR. MARTH: John, can you please restate the motion just so everybody knows what a yes and a no means?

PRESIDENT MOTTA: Okay. So if you vote yes on this motion, the motion was to allow your National Board of Directors of USASA to a vote at the U.S. Soccer National Council meeting, so if you vote yes you're allowing your Board of Directors a vote and a voice at U.S. Soccer's National Board of Directors meeting.

If you vote no what you're voting for is that you do not want your Board of Director

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members to have a vote at the U.S. Soccer's National Council meeting.

## (Recess taken)

PRESIDENT MOTTA: Okay. Nick, are you on the line? Nick, you're on mute.

MR. SCHMITT: I'm here.
PRESIDENT MOTTA: Okay. Do you have the results?

MR. SCHMITT: I do have the results. We have 134 votes so far.

PRESIDENT MOTTA: How many --
MR. SCHMITT: If you want to give another five minutes or not?

PRESIDENT MOTTA: We'll give a couple more minutes. What was the total amount we had?

MR. SCHMITT: 165 .
PRESIDENT MOTTA: So we're missing like 30 votes. Could be abstentions, too, right, because we didn't have an abstention button.

MR. SCHMITT: True.
PRESIDENT MOTTA: We will call the voting at 2:15. That gives two more minutes.

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At 2:15 the voting will cease.
(Recess taken)
PRESIDENT MOTTA: Okay. I'm going to
call the voting terminated at 2:15. Again, $I$ think we're getting messages that somebody did not get ballots. I'm still going to call the vote. I'll make that decision and if it's a close vote then we will deal with the people that did not vote. If it's way over the required amount, then we'll just call it the way it is.

So Nick, can you give us the results?
MR. SCHMITT: Yes. Do you want me to share the screen?

PRESIDENT MOTTA: Yes. Show us the screen.

## (Screen being shown.)

PRESIDENT MOTTA: So we got -- so the vote yes, 88 percent to 12. This was a policy change which only required a simple majority of 50 plus 1, so we got 88 percent. I will call the motion made. It passes.

So next on the agenda -- now, we had

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people with hands up. We will do Good of the Game pretty soon. Let me just see what else is on. So the motion that just passed, it's a policy change that allows your Board of Directors of USASA a vote in the U.S. Soccer's National Council meeting. I want to thank everyone who supported this. I think it's the right thing do do.

And we move on. So next, speakers and guests. So we'll open it up now to good of the Game. If you would like to say something for the Good of the Game, please raise your hand and I'll have Jen call you out in the order that you put your hand up. MS. SUNDERLAND: Andy Marion is first. PRESIDENT MOTTA: Okay, Andy.

MR. MARION: Okay. I raised my hand first when we were just approving the minutes of the National Council meeting so I had a very picky technical thing and that is the Adult Council minutes in the booklet appear to be mislabeled.

At the top of the minutes the very first

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page it says, Proceedings, United States Adult Soccer Association Council Meeting and although at the bottom it's stamped Adult Council meeting. I believe the heading at the top should be proceedings of the Adult Council meeting, not USASA Council meeting. PRESIDENT MOTTA: Okay. MR. MARION: That's a small thing. PRESIDENT MOTTA: No, but you are correct, Andy, and we'll make that change.

MR. MARION: Okay. The second thing I was going to comment on, the vote we just took, although it's too late, but just to be sure $I$ understand it as long as everybody else understands it, when we're voting that is the Federation National Council meeting. We are not voting as voting delegates of USASA.

We're voting as voting delegates from state members of the Adult Council and so the voting members or the participants of the Federation National Council meeting are the state representatives, plus the eight adult commissioners. That's correct. Not any of

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the non commissioner, non state representatives.

For example, Karon Beyer is our secretary, but if she's not there as a state representative she cannot participate at the Federation National Council meeting. By voting yes on this that allows Karon and a couple of others to do so.

I believe the total possible votes at today's Adult Council is 180 , so if we're allowing the non commissioner, non state representatives officers or Board members to participate, that's adding what? Like five people? Four people? I don't know.

PRESIDENT MOTTA: You are 100 percent correct.

MR. MARION: This is only going from 180 to say 184, whatever it is, so this is not a big deal.

So anyhow, I know we've already voted, but I wanted to make that clarification and say it makes sense.

The last thing $I$ had is $I$ sat in on the

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Federation web session Wednesday night on the 2021 year in review and the 2022 plans. And Will Wilson, the new Secretary General, was giving some overview on their sort of strategic plans and they have several categories of plans and one of those categories was participation goals.

And they talked about growing the professional game and one of the lines in the slide was growing the youth number of registered players from 2020 of 7.5 million to 2030 of 12 million.

There was nothing for the adults. And somebody commented and Will brushed it off basically saying the adults weren't important. He said, well, that doesn't really matter because our goal here, and this is their strategic emphasis. This is what they are planning on working on, they are going to monitor, etcetera, is that if we grow the youth game, well, the adults will grow anyway so we don't have to worry about them.

And $I$ don't know who else was in on that

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meeting, but I'm sorry. I couldn't let that go. So at the end of that $I$ commented and corrected him on that, that by leaving us out there are two things about this.

By leaving us out, by not explicitly putting the adults in as a part of their strategic plan, they're saying we're not important.

You're not really part of us. You're just sort of an afterthought and, secondly, I told him he had it backwards, that if their goal was really to grow the youth they weren't going to grow the youth unless they grew the adults. He had it in reverse because they would not be getting the growth they need in referees or coaches or youth parents who are participating in the game, so in order to grow the youth you really have to grow the adults and he sort of nodded.

But I think, John, yourself and Richard and the others involved, $I$ think this is not something where we point this out and say, hey, we're here. We're important. You need

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us.
To me it's an ongoing battle. I know you've been through that through the Governance Task Force last year with the Board realignment, but $I$ think they need to be constantly reminded and pressed on this because it was -- I was horrified to see that slide and the adults just left out completely as not part of their plans.

PRESIDENT MOTTA: Andy, I agree with you 1000 percent because $I$ saw that same presentation given to the Board maybe a couple of months ago and that came across blaring to me, too, and I did ask Will the same question. I go, so you got the professionals, you got the youth. So you really don't care if the amateurs are growing or not? And he kind of like gave me the same time of an answer, but I noticed that a few months ago, and I pointed it out to him.

So if he had been smart he would have fixed that before he showed it to the membership, but $I$ guess he didn't get the

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message. So thank you, Andy.
MR. MARION: Thank you, John.
PRESIDENT MOTTA: Who else? Anybody else have their hand up? Jen? Anybody else for Good of the Game?

MS. SUNDERLAND: Yes. Sam Cohen is next.

PRESIDENT MOTTA: Go ahead, Sam. Sam? Sam, did you want to speak? We can't hear you, Sam, if you're on mute.

MR. COHEN: I didn't put my hand up or ask to speak that I'm aware of.

PRESIDENT MOTTA: Okay. But your hand is up, Sam. You must have hit it by accident.

MR. COHEN: There it is. I must have hit it by accident. I apologize.

PRESIDENT MOTTA: Thank you, Sam. Anybody else, Jen?

MS. SUNDERLAND: Yes. Bob Riggs.
PRESIDENT MOTTA: Bob Riggs, the floor is yours.

MR. RIGGS: Hi. I just wanted to say it's great to be able to see some people that

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I haven't seen in a while and listen to some people. And $I$ was a former executive director for a couple state associations for years and including Kansas Youth Soccer and Ohio North Soccer.

I just -- I'm filling in for Alan. He asked me if $I$ could be his delegate because he had something that he couldn't make the meetings and while this doesn't sound like good news because out of the eight leagues he lost six of his leagues due to COVID, so he's down to two leagues, but we talked and $I$ think we've got some ideas to try to grow the numbers back up.

Hopefully maybe we can get back up to even 800 over this next year, so we've got some ideas. I did give Alan a little heads up because Alan knowing -- everyone knows Alan, right? I'm sure he asked me if $I$ can help him out with this and participate to get back in there because somewhere down the line $I$ think he's wanting me to be like maybe the VP of Kansas and I don't so --

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PRESIDENT MOTTA: Okay.
MR. RIGGS: The last thing with Bill
Davey, I have known Bill for many, many years and $I$ want to thank him for everything particularly in Kansas and just say, hey, good job. I appreciate everything you've done for soccer. Thanks.

PRESIDENT MOTTA: Thank you. And if you need help trying to get those leagues back in Kansas you can always call Duncan at the office for some support there.

MR. RIGGS: Absolutely. Absolutely.
PRESIDENT MOTTA: Thank you.
MS. SUNDERLAND: Andy Weiss is next.
PRESIDENT MOTTA: Andy.
MR. WEISS: Can you hear me?
PRESIDENT MOTTA: Absolutely.
MR. WEISS: Great. I just wanted to take a minute. This Board very properly supported a fund that was endowed by Angelo Bratsis' family after he passed last year and it just got put into place and it's now up and running as of the 1 st of the year and $I$ hope

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that we all support that fund.
As of maybe only in the last week or so I think $I$ sent some forms to the office. I'm sure that Nick and Duncan will put those on the website very soon in the resource center and tell your states and $I$ know there's been a lot of interest from referee committees, from individuals all across the country to donate to the fund, but we also want to have a good vibrant nomination process that comes through all of the states, so there will be a nomination form up on the site soon.

Tell your state referee committee to send somebody or nominate somebody. This is an award that will monetarily help some young and upcoming referees in our association advance their career and get to other adult events to continue refereeing and get better at it, so this helps all of us.

PRESIDENT MOTTA: Thank you, Andy.
MS. SUNDERLAND: Jim Bollinger is next.
PRESIDENT MOTTA: Jim? Jim Bollinger?
You might be on mute. Jim? Mr. Bollinger,

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are you going to speak? We cannot hear you. Anybody else?

MS. SUNDERLAND: Yes. Tom Moore.
PRESIDENT MOTTA: Okay, Tom.
MR. MOORE: Thank you very much, John. I'm heartened in recent months that John has been working hard to reach across some of the inter-council barriers. Indeed, he brought Patti Hart to a recent USASA NBOD meeting and she also recognized his work reaching -trying to reach across those barriers.

We still have a ways to go. I made an attempt to sit in on the Pro Council meeting this afternoon and Federation staff told me, oh, no. That's a completely closed meeting. We don't want any of you great unwashed -well, they didn't say that, but the subtext was we don't want any of you great unwashed listening in on us.

So, we have work in front of us and $I$ would certainly urge everyone on the Adult Council, you're not chopped liver and you may have athletes from the Athletes Council who

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live in your state. Let's start reaching across these barriers because that's the only way we're going to survive is to develop those personal relationships with these folks.

John, thank you for the good work and keep that up please. Thanks.

PRESIDENT MOTTA: Thank you, Tom, and thanks for recognizing that. So yeah, I agree with $T o m$ that we should all reach out to other members of other councils just to keep that relationship going.

So okay. Anybody else?
MS. SUNDERLAND: Yes. Janet Campbell.
PRESIDENT MOTTA: Janet, go ahead.
MS. CAMPBELL: Can you hear me?
PRESIDENT MOTTA: Absolutely. Go ahead.
MS. CAMPBELL: Well, you knew that $I$ had to speak up, right?

PRESIDENT MOTTA: I was wondering when.
MS. CAMPBELL: First of all, $I$ just want to thank Richard Moeller for all of his work over the past years and I'm sure that we'll be seeing him in the future as well.

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But $I$ did want to mention that $I^{\prime} m$ not sure how many people on this call have also been involved in the recent calls with the Federation on the budget and the bylaws and everything else that's going on, but we have some really, really critical things that are going to be voted on tomorrow and some things that are really going to impact the future of the adults and the youth and, you know, $I$ was on both budget calls and, you know, I'm not sure how many people have really dug into the budget, but they're proposing an over $\$ 30$ million deficit budget not including the \$24 million that is in the settlement for the Women's National team which also doesn't include the CBAs that they haven't negotiated yet.

So we're looking at a significant, significant cut into the reserves of the Soccer Federation and from what $I$ can see, very little of it benefits adults or youth and we're basically under attack at this point in time.

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But I would ask everybody to please look into that budget. One of the things $I$ brought up what John had said about there's really not support for referees. They are literally making a $\$ 1.7$ million profit on the referee program while they're making a significant loss on all of the national teams and the entire $\$ 30$ million deficit is in support of the national team.

And when we bring up what are you doing for youth they bring up the Innovate for Growth Fund which they budgeted at \$4 million, but as John said, last year they gave out like $\$ 450,000$ so it's not a real investment in the youth game. We'd love to see some things going on with referees, some different things going on with coaching education.

We'd love it if they would help us with building some fields around this country because that seems to be a big problem for adults.

The other thing that's coming up is paying the president. And $I$ don't know how

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you guys feel. I just want to put a plug in that I'm voting against it on behalf of North Texas. You know, we've got a situation where the athletes are putting forward to pay Cindy basically $\$ 125,000$ a year and that doesn't include the benefits.

She will become a full-time employee. She will also -- she also for anyone who has looked at the Federation finances, her husband has made over $\$ 100,000$ last year from the Federation for coaching education.

They are also saying if she ends up being on the Concacaf board that she will be paid $\$ 125,000$ for that as well, so we also ask, you know, what other organizations, especially nonprofit organizations, are paying, you know, the head of their board.

They have a staff in the office that's making -- I mean, they're -- I'm not sure what Bill's exact title is. I think CEO is making close to half a billion -- sorry. Not half a billion. That would be great. Half a million dollars, and so the Board is supposed to be

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directing that staff and not actually doing the work so we know that John is not paid in his position.

None of the state presidents are paid in their positions. President of U.S. Youth is not paid. It is strictly working on getting an athlete paid in that position. And we also know that Carlos has said if he is elected that he will not accept the money.

You know, when we've got nine or 10 people lined up three years ago that wanted to run for president of the Federation and all but one were willing to do it for free, I asked why are we adding another $\$ 200,000$ to the budget for paying the president.

Also, I just want to say one other thing and I'll get off my high horse here. The Governance Committee, it was a privilege really to serve on that Governance Committee and see the people, both the adults and the youth that stood up for the adults, and $I$ also wanted to recognize Roy Carlson who was on there as a youth representative, but he's from

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a joint state so he also stood up for the adults as well and Richard Groff who was on there as a life member but he, of course, also spoke very wisely on behalf of adults.

So I feel like we did accomplish a lot by keeping our share of the National Council vote and also our share of Board of Directors and $I$ just wanted to express my appreciation to the group on here.

PRESIDENT MOTTA: Thank you, Janet. Just to add one thing to Janet. I mean, I'm not supporting the bylaws to pay the president either. I honestly believe that we already pay the CEO of U.S. Soccer half a million dollars a year as a paid employee to run this federation. I don't think we need to pay a second employee/president to run this federation.

That is the job of the CEO, so I agree with Janet and $I$ will not support that bylaw either. Anybody else?

MS. SUNDERLAND: Yes. Shonna has her hand up.

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MS. SCHROEDL: Hi. I just want to give a congratulations to the USA deaf team and Kendra Halterman and Mike Edwards who worked diligently to bring them into being an official USA extended national team. I think that's great that we're looking at our disability groups and $I$ believe there will be others down the road, so congratulations to Kendra, Mike and all of the people behind that move.

PRESIDENT MOTTA: Okay. Thank you, Shonna.

MS. SUNDERLAND: Jim Bollinger is back. PRESIDENT MOTTA: Jim.

MR. BOLLINGER: John, can you hear me? PRESIDENT MOTTA: Hey, we can hear you. MR. BOLLINGER: I'm going to shoot this thing.

John, two things. First of all, and I just sent you this question since $I$ couldn't get through, is has the USASA NBOD ever decided what they were going to do with this \$1.3 million we have sitting in reserve

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insurance? Are there any plans for that?
PRESIDENT MOTTA: That's insurance reserve and it's sitting there just in case the rates do skyrocket we can dip into there instead of raising rates for your members, so that has been kind of the policy behind that that we would keep that reserve there and so, you know, we don't want to raise our fees and that's there to protect an increase in insurance fees.

MR. BOLLINGER: That's reasonable, especially since when you approach a league about being an affiliate one of the first things they whine about is the cost. Jesus Christmas.

The second thing is just on a personal note for those of you in Atlanta, this will presumably be my last USASA meeting, my last hurrah, so to speak. In May 2020 I advised my membership and the Executive Committee of the 20 years in this role and let's say somewhat landmark birthday approaching next month that I won't run, that $I$ wasn't going to run for an

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eleventh term.
So with that being said, $I$ wanted to tell all of you that $I$ appreciate all of the highly compensated work you all do and whether I agree with your position or not, the opportunity to get to know you, interact with you and work with you to better this game was special to me.

For those who are going to be in Atlanta, $I$ hope to belly up to the bar with you one last time. I had hoped to do this more than once, but due to this damn affliction and our crazed response to it, that dream didn't happen. However, $I$ do plan to meet as many of you as possible this evening, 1630 at the bar and maybe buy you a bevi on EPSA, especially Frank Giancroce, Angelo Bratsis, Greg Watson and all those other important members of our soccer family that we have lost in the last few years.

Personally, I'm going to be ordering a Dewar's and water, Frank's favorite drink as many of you know, and with that I'll say

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cheers or as my ancestors would say, Sláinte. PRESIDENT MOTTA: Thank you, Jim, and thank you for your service and your commitment to USASA as the president of Eastern Pennsylvania. We appreciate everything you did and hopefully you continue crossing our paths. So good luck in your future endeavors and it's, of course, great to have known you. Anybody else?

MS. SUNDERLAND: Yes. Indiana Soccer. PRESIDENT MOTTA: Is that Guthrie? MS. SUNDERLAND: Not sure until he gets on.

PRESIDENT MOTTA: Or John Mitchell. MS. SUNDERLAND: Or John Mitchell.

MR. GUTHRIE: This is Dave Guthrie. I wanted to tailgate off of Janet's comments about the budget. I was able to sit on a second session and listen. I wasn't able to comment based on where $I$ was, but what $I$ heard that put a different light on the deficit was that -- I think her name is Pinkie, the one who is reading --

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PRESIDENT MOTTA: Yes, Pinkie.
MR. GUTHRIE: She mentioned that the Board of Directors, and maybe you can shed some light on this, John, had voted several years ago to invest, spend down $I$ think was the term she used, $\$ 200$ million down to $\$ 50$ million.

Now, that would give us an understanding of why there's a deficit budget because they're dipping into the budget as reflecting that decision to spend down or to invest the reserves. The real question $I$ think we should be asking is what are we getting for that return on investment?

First, was there a -- was there a five-year plan? A ten-year plan? Was there a vision established as to what $\$ 150$ million was going to do? Were there these key performance indicators to suggest every year let's look at that investment and make sure it's doing what it is we determined it was going to do because it looks to me like -- again, this may be an unjustified statement, but it looks to me like

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we've acted like a drunken sailor and we've just spent money and we've thrown it out there and $I$ don't know what that return looks like if at all there's a return on investment.

So when it comes to the budget $I$ think we should be pressing hard. That's the youth, the adults, all the memberships should be pressing hard saying what is it we get for your $\$ 150$ million or soon to be $\$ 150$ million. I'll pause right there, John, to see is it true that the Board voted to spend down or invest and do you know, was there a -- did they establish any goals, objectives, any ideas that we should be looking at as far as what return we got on that $\$ 150$ million?

PRESIDENT MOTTA: So thank you for the question. And she is absolutely right. Five years ago the Board made a determination that, you know, we have all this money in the bank. We need to go back and reinvest it in the game and it's true that the Board did agree that we will run for the next five years a negative -a deficit budget to bring down the deficit, so

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all of that is true.
I mean, again, there were goals. There were -- we had presentations from the different departments on how they were going to grow the game by spending this money. I mean, we're not going to go over it today because that's a whole presentation on its own, but $I$ can go try to dig it out and I can send it to you and you can take a look at what those goals were.

Everything Pinkie said about that is true and the Board did setup what those goals would be.

MR. GUTHRIE: Thank you. And what I would ask from the youth and the adult representatives on that board is since they made a presentation on what the goals and objectives were, how they were going to use this money and what the return on their money is going to produce, I'd like to see and make sure that we scrutinize the results. $\$ 150$ million at least to me is a lot of money and we should have gotten a decent

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return on that investment, so $I$ just think we need to hold whoever accountable for that kind of money.

PRESIDENT MOTTA: Yes. And the other comment $I$ would want to make is even though we did project deficit budgets which was approved at the National Council meeting by the membership, there are a couple -- a few years after even though they were budgeted deficit spending some of those years $I$ think we ended up positive because, you know, I mean, a budget as you well know is a budget.

You can't read into the future. You're just projecting, but you know if you have a good game or you get a good opponent and you sell a lot of tickets.

This year is a good example. We were supposed to have a deficit for this last budget, but we ended up with a surplus because when we did the budget we were not anticipating we were going to sellout stadiums or stadiums were going to open up and we were going to get so many people, so when the

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stadiums opened up and we sold tons of tickets we ended up at a surplus even though we did have a deficit budget planned for this year.

So again, a budget is a budget, but the Board did agree to do deficit spending for five years, but $I$ think some of those years we ended up with surpluses.

MR. GUTHRIE: But John, the point is is that over five years the Board has decided to invest back into the sport.

PRESIDENT MOTTA: I got it.
MR. GUTHRIE: \$150 million.
PRESIDENT MOTTA: What did we get for it?

MR. GUTHRIE: Yes. Whether we have a windfall because of selling tickets or whatever, that does effect the budget, but it didn't negatively or positively impact the investment.

PRESIDENT MOTTA: Yes. I got it. So the spending was still there. I got it.

MR. GUTHRIE: Spending is still there. What did we get in return or what was the

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return?
The other thing is as far as the bylaw on paying the president I'll be speaking against that tomorrow if $I$ get an opportunity because that is so against best practices for not for profit.

There should be a line of demarcation between the oversight group and the paid staff. This co-mingles that. It also -- now you've got two paid staff members which others have said so how does that work? How does the CEO -- how does he respond to a paid employee making less than him and yet who has authority over him?

So it really starts to blur the lines and $I$ think we will suffer as a result. Now, why the athletes put it forward, I think all of us can see through why they did that. The real issue for me is, though, we're deviating from best practices because as a not for profit organization the $I R S$ looks at us as a public trust. It looks to the Board members as trustees that are making sure that they

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protect that not for profit status and protect the mission and vision of the organization.

This right here puts that at risk. It compromises that oversight responsibility of that individual.

PRESIDENT MOTTA: Yes. So the rumor here in Atlanta for those of us that are here, the scuttlebutt we have been hearing is maybe the athletes may be withdrawing that motion or that bylaw change because they got a feeling that there's not enough support to pass it, so the scuttlebutt last night was it was going to be withdrawn so we'll wait and see for that.

MR. GUTHRIE: Okay. I will mute myself then, but thank you for giving me the opportunity.

PRESIDENT MOTTA: Okay, Dave. Okay. So unfortunately, we've got to call the meeting. We're in a room that we have to leave. They have to set it up for a 3:00 meeting.

So I want to thank everyone for your time, your questions, your participation in our meeting and our Adult Council meeting. I

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thought it was good conversations.
Some of the results I'm not happy with, but hey, life goes on and, you know, I would like to call for a motion to adjourn the meeting.

I'll make the motion to adjourn the meeting.

UNIDENTIFIED SPEAKER: So moved.
PRESIDENT MOTTA: So we have a motion.
Before you hang up, Duncan has a message.
EXECUTIVE DIRECTOR RIDDLE: Just a
reminder for everybody, Nick sent out a
WhatsApp link beginning of this week so we can all communicate during the U.S. Soccer

National Council meeting tomorrow.
He will send out a reminder to you all in the morning, too, so if you want to get on that WhatsApp link so you can all communicate during that meeting, just look out for that link tomorrow.

Thank you. And we'll see you in September. (Meeting adjourned.)

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## REPORTERS CERTIFICATE

I, REBECCA L. DIBELLO, RPR, SR, appointed to take the minutes of the Adult Council Meeting, do certify that the within proceedings of the Adult Council Meeting were taken by me stenographically via Zoom Webinar on March th, 2022, then reduced to typewritten form consisting of 76 pages herein; that the foregoing is a true transcript of the proceedings had.<br>IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal this $22 n d$ of May, 2022 .

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