

**USASA Executive Committee Meeting
Seattle, WA
November 21-22, 2009**

Meeting called to order: 8:07 am PST

Roll Call: President, Brooks McCormick; Vice President, Marge Madriago; Treasurer, Toni Briggs-McGee; Secretary, Valerie Blanchenay; Region I Director, Richard Groff; Region II Director, Bruno Trapikas; Region III Director, Carlos Rodriguez; Region IV Director, Bill Bosgraaf; Region I Deputy Director, Fritz Marth; Region II Deputy Director, George Chazaro; Region III Deputy Director, Darius Eljali; Region IV deputy Director, Mike Maloney.

Guests: Stephanie Walker (USASA Administrator), Jim Hamilton (Adult Council), Hank Steinbrecher (USASA Summit Consultant), Bob McGee (Budget Committee), Tom O'Shea and Mark Haas (USASA Summit by phone).

Summit Wrap up report (see accompanying documents on website): Hank Steinbrecher presented the final report. He complimented Tom O'Shea's professionalism during the entire process. The interviews were recapped: 2400+ survey responses, 100+ 1:1 interviews. The summit clearly showed the organization is seeking change and there is young leadership in the midst that can be tapped to volunteer and assist with reaching USASA Objectives. The management report focuses on recommendations that USASA can act on today and begin a transformation. There are 25-30 additional granular recommendations that can be acted on at a later date. Tom O'Shea reviewed the implementation process, and provided a recap of the mission, vision, and objectives. How do we go from Phoenix to today's reality? Recommendations from the task force include: developing a communications campaign to keep membership up to date, creation of an implementation team using questionnaire and job descriptions, continued support of the consulting team to facilitate as needed, a report needs to be provided at the AGM, and a quarterly report thereafter, development of a talent management system/database of volunteers and their respective capabilities, a (1) day workshop for team leaders to outline roles, process, and expectation. We suggest a team of 5 to select team members if the proposed framework is acceptable from EXCO point of view. The team leaders will be most important roles, however technical expertise not as important as ability to demonstrate leadership. A Q& A period followed.

How does Governance Review fit in to the implementation? This should be fast tracked to ensure you set a clear charter for the overall team (i.e. governing board vs. operational board). Hank commented that there needs to be a shift in perception of what can/can not do accompanied by a shift in culture and perception.

Richard Groff motioned, and Marge Madriago seconded to accept the Summit report and the recommendations of the consultant team along with the recommendation of 8 implementation teams. Motion carried. Mark Haas explained that the Baldrige Framework for Performance Excellence was used in the instance of the Summit review. This framework addresses seven categories of performance excellence and acts as a good model to guide on-going organizational improvement. The second item to

be tackled is board planning need to account for conflicts of interest; evaluating our own work. Functions need to be clearly identified, and what are we NOT going to do needs to be defined. Another item to note is typically a CEO and Chairman of the Board are two different people. We need to recognize our past as a functional board and work towards becoming more of a governing board. The third item to review is the collection of regional imperatives and to revisit this structure if USASA is indeed a national organization. Item #4 is to analyze current staffing levels. USASA is currently understaffed especially if you add in 8 new objectives. There needs to be a review of job descriptions, roles, pay. Item #5, there needs to be a formal review of Committees, Ad hoc, and task forces to better align with Vision, Mission and Objectives.

Dan Flynn, US Soccer Federation Secretary General joined the meeting at 10:20 am.

There was discussion of establishing a Governance Committee, which might encompass current Rules Committee and/or its members. There needs to be a focus on Member relations and Best Practices since USASA is a service organization, it must demonstrate this. The consultant team also strongly recommended the establishment of a Marketing Committee.

Brooks thanked Tom for his volunteerism and efforts in this process. There was preliminary dialogue with the consultant team to see if they might be available for future facilitation with EXCO to develop the strategic plan to transform organization from OPEX to Governance body.

CSSA Update: US Soccer was going to supervise their elections since they had not used a transparent process in the past. Bill Bosgraaf is going in the place of Mike Edwards, and Mike Maloney is going to attend as USASA representation. USSF feels USASA should pay for one election supervisor since we have a vested interest. Marge Madriago motioned, George Chazaro seconded to approve \$500 for Mike Maloney's travel expenses to attend the CSSA election as the USASA representative. Motion carried.

Minutes: Richard Groff motioned and Toni Briggs-McGee seconded to approve the minutes from 10.15 meeting with changes as noted. Motion carried. Marge Madriago motioned, Bruno Trapikas seconded to approve the minutes from 10.29.09 meeting as corrected. Motion carried.

Vets Cup Expense Update: USASA did not reimburse Mass Soccer for the 4 extra rooms from this event. Mass soccer confirmed they would cover those 4 extra rooms. Therefore USASA will not invoice WSSA for the 4 rooms.

Competitions Committee Meeting: Brooks summarized the meeting and indicated he reviewed USASA policy, expectations with all members present. There was discussion by the EXCO regarding whether we need an organizational policy regarding reimbursing volunteers? Stephanie Walker reminded the EXCO that we currently have a travel and expense policy that should cover these scenarios.

WI Soccer Update: Brooks and Bruno attended a meeting two weeks ago where the Adult soccer organization agreed on a process to get an accounting firm to do a forensic audit on the \$150,000 settlement funds. WSA exists as a shell corporation; WI Youth needs to have a 501(c) 3 status by 2010 AGM. They need to reconstitute their State Referee Program and define new process for SRA

appointment. Changes need to be made to Adult organization's By Laws. The transition plan needs to be sent to USSF.

Meeting recessed at 11:30 am PST

Meeting reconvened at 8:46 AM PST, Sunday, November 22, 2009

January USASA EXCO Meeting: Saturday January 16, 2010 from 8-11:30, Online Registration Vendor Demo's from 1-5 pm; Sunday, January 17, 8-4; Monday, January 18, 8-3.

WSSA: Jim Hamilton, Tim Busch, WSSA President, Kit Logue, Treasurer joined the meeting.

Brooks McCormick indicated the intentions of the meeting today are to settle the WSSA matter. Tim Busch asked for a roll call vote on any matters requiring a vote. Brooks McCormick indicated if a vote is not unanimous it would be recorded as such. Abstentions will also be noted. Kit Logue provided background on the situation since her involvement as role of State Treasurer. She stated that they are paying every month and submitting \$15/player registrations. WSSA has sent full player database annually. Kit did point out that the database contained more player records than monies submitted due to an agreement with unaffiliated league to collect tournament card fees. This did not include collecting insurance fees. WSSA has changed fee they collect for tournament cards since this discrepancy was noted. WSSA reflected that they did not do this on purpose; they have implemented changes and added processes to clean up their financial management practices. Tim Busch indicated that WSSA is embarrassed at this happened but not ashamed. They are the 3rd largest State Association in USASA. The previous Treasurer was voted out of office 20-1 as a result of several oversights. WSSA is ready to move on We've responded to all requests for information and supplemental payments. There was discussion regarding USASA audit of WSSA and scope. WSSA wanted to know why they didn't get a copy of the audit report. Richard Groff explained that the audit was done for benefit of USASA not WSSA. The report was intended for the USASA Board. The Board discussed and the written letter to WSSA in July was the outcome of that process. Tim Busch indicated WSSA wants to do the right thing, we register players, and we support programs. Kit Logue asked Richard to elaborate on his position on the \$10,000 fine. He explained the history of MDCVSA situation as well as the MASS Soccer example. After further discussion, Bill Bosgraaf motioned, and Mike Maloney seconded to approve a final payment of \$40,000 total, \$5000 of which is a fine, and \$35,000 towards registrations. There was discussion on the motion. Motion carried unanimously. A friendly amendment was proposed that \$20,000 of the payment be received in the USASA office by 12.31.09 and the second payment by 7.31.10. Richard Groff motioned, and Marge Madriago seconded that the USASA Treasurer and Administrator shall calculate which portion of the WSSA payment will be deposited in Insurance Reserve fund. Motion carried. Marge Madriago motioned, Valerie Blanchenay seconded that USASA lift the probationary status from WSSA based on the above commitments. Motion carried.

Bob McGee addressed the group on behalf of the USASA Budget Committee. He explained they had a teleconference a few weeks ago and based on the recommendations of the Task Force consultants wanted to have a better understanding of where USASA is going so the Budget Committee can complete their function accordingly. Valerie will send the entire budget committee the consultants' report that

was just presented and a copy of the competitions committee meeting notes. A copy of the Co-Ed Cup report will be sent as soon as it is received. Bob also requested copies of budgets requests submitted by various programs and committees. Stephanie explained there were none. Actual amounts from 2008-09 were sent by USASA Treasurer to Budget Committee Chair. Bob reiterated the Budget Committee would like to see a recap report from all major programs before their next meeting. The Committee has a deadline of December 15, due to the budget has to be sent to membership by January 5, 2010 to meet AGM guidelines. The EXCO will have a conference call on Monday, December 21 to review the Budget Committee's recommended budget. Richard Groff motioned and Carlos Rodriguez seconded that the USASA EXCO notify the Budget Committee to approve a policy to change discontinuance of the insurance reserve allocation effective 2010-11 budget. Motion carried.

Deputy Director Budget Use: Bruno Trapikas indicated George Chazaro was unable to attend the MYM due to personal family matter, can he be allowed to use the funds to attend the meeting in Philadelphia. There was discussion on the matter. Toni Briggs-McGee indicated procedurally this is not a sound practice. Bruno motioned, and Valerie Blanchenay seconded to allow George Chazaro to use Region II Deputy Director Budget allocation from MYM meeting for USASA EXCO meeting in January instead. No vote: Toni Briggs-McGee. Motion carried.

Task Force Leader Review Committee was appointed to complete the next step: Alan Blinzer, Jim Sadowski, Arthur Matteson, and Jevan William, and Chair, Valerie Blanchenay. Steve Addington will be staff liaison.

A **Governance Review Task Force** was appointed to begin review of the Rules, etc. Chair will be Marypat Bell. Members are: Dan Trainor, Dave Borts, Kris Nelson, Charlie Robinson, Bob McGee, Bob Abbott, Paul Scherer, Matt Kywonos and Stephanie Walker as USASA Staff liaison.

National Star Soccer League: Richard Groff motioned and Marge Madriago seconded that we accept them as a National League on a provisional basis with affirmation that this may be the same group that was previous registered with Nebraska and that there may be some unresolved matters needing to be addressed and that they indeed have the required amount of teams to qualify for a National League. No vote: Bruno Trapikas. Motion carried.

Maine State Association: Richard Groff motioned and Fritz Marth seconded that USASA accept their application for status as the Adult State Association and grant them provisional status subject to their acceptance with USSF.

National Office Strategy: Stephanie Walker presented a staffing plan based on the observations at summit and action items presented by the consultants so that everyone is working towards achieving USASA objectives. Position #1 would be to hire an entry-level person to handle Registrar duties to free up Steve Addington to handle more 1:1 work with State Associations and work on ensuring higher level of compliance with membership requirements. Position #2 would be a Marketing Coordinator. She indicated she currently is handling seeking, managing, and activating sponsorship relations. This is going better than it has in past years yet we have room for improvement to make better use of our sponsors if we had a dedicated resource to handle. Position #3 would be an Event Coordinator. USASA does a great

job with current model of using a mix of volunteers and staff; however we struggle on the administrative side of our programs. This position would help us do a better job servicing sponsorship at events itself. There was discussion regarding the various positions proposed. Marge Madriago motioned, and Mike Maloney seconded to authorize the USASA Administrator to hire a Registrar at entry level as proposed. Motion carried.

Sunil Gulati, President of US Soccer addressed the group. He talked about the World Cup bid, USSF budget, and grievance issues in the past year with WI, CSSA, US Club Soccer, and membership of Div II league under review. He gave a brief update on the technical task force. Mr. Gulati indicated an email/letter had been sent to all State Associations about World Cup bid effort. The 2011 AGM will take place March 10-11 in Las Vegas, NV. There is currently a \$2.9 million deficit in the budget. In terms of 2010 World Cup preparations, they are investigating a location for lodging the team, and have hired a local handler to assist with arrangements for friends and family in South Africa. Tour Operator details will be shared when finalized.

National Office Purchase Opportunity: Stephanie Walker reported there is an opportunity to purchase an existing structure and land near the office at cost of \$15,000/acre (2 acres). Current office rent is \$1,850/month thru 7.31.11. It would cost approx \$100/sq ft for build out. There was discussion about this information and a request for analysis before any further action is taken. Due to lack of second on the motion, no further steps were taken.

U20 National Competition: Bruno Trapikas motioned, and Toni Briggs-McGee seconded to hold the U20 National Cup Competition in region I for (1) more year and allocate \$2,500 to be used for trophies and referees. Motion carried.

Adult Council: After Richard's report, Brooks appointed Richard to draft a proposal for the Adult council by mid-December and circulate to the Board for review.

Meeting moved to Executive Session

Meeting Adjourned: 2:45 pm PST

Respectfully submitted for review and correction,

Valerie Blanchenay
USASA Secretary