

USSF BYLAW AMENDMENTS PASSED AT
FEBRUARY 2008 ANNUAL GENERAL MEETING

(Unless otherwise noted, pursuant to Bylaw 804, these amendments go into effect on September 1, 2008)

Table of Contents

Bylaws 301, 302, 401, 402, and 412.....page 2

► **REDLINED VERSION**

Bylaw 301. STATUS AND GENERAL AUTHORITY

The National Council shall be the representative membership body of the Federation and have the following authority:

- (1) the election of the President and, Vice President ~~and Treasurer~~ of the Federation.

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Bylaw 302. COMPOSITION AND VOTING

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Section 2.

- (a) The number of delegates from each of the Organization Members . . . :

- (1) In each case, players registered and fees paid shall be as of 30 days before the meeting, as certified by the member of the Board of Directors authorized to serve as the Federation's Treasurer.
- (2) In each case, players registered and fees paid shall be as of 30 days before the meeting, as certified by the member of the Board of Directors authorized to serve as the Federation's Treasurer.

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Bylaw 401. OFFICERS

Section 1.

- (a) The officers of the Federation are the President and, Vice President, ~~and Treasurer~~. An officer must be a citizen of the United States. An individual may not be an officer as long as the individual is paid compensation (excluding reimbursement of expenses or compensation as a player on one of the Federation's national teams) by the Federation.
- (b) The officers shall be elected at the annual general meeting held in the year specified by section 2 of this bylaw. They shall be voted for separately by ballot (unless the ballot requirement is waived by consent) and must receive a majority vote.

Section 2. The terms of office are as follows:

- (~~a~~) the President: 4-year terms, being elected in every other even-numbered year beginning in 1998.

(b2) the Vice President: ~~a 2-year term being elected in 1998 and~~ 4-year terms beginning in 2000.

~~(3) the Treasurer: a 2-year term being elected in 1998 and 4-year terms beginning in 2000.~~

Section 3.

- (a) If a vacancy occurs in an office of President or Vice President, the following order of succession applies:
- (1) the Vice President for the President.
 - (2) the Chairman of the Adult Council for the Vice President.
 - (3) the Chairman of the Youth Council next in line after the Chairman of the Adult Council.
- (b) The Board of Directors shall appoint an individual to fill the vacancy of an unexpired term of the President or Vice President~~Treasurer or~~, if there is still a vacancy after applying subsection (a) of this section, ~~the office of President or Vice President~~. Any such appointment is effective only through the next annual general meeting of the National Council. At that meeting, the Council will conduct an election for the remainder of the unexpired term, if any.

Section 4. No employee of the Federation may be an Officer of the Federation.

Bylaw 402. RESPONSIBILITIES OF OFFICERS

Section 1. The President of the Federation shall have the following responsibilities:

~~(1)(a)~~ (a) preside at all meetings of the National Council, the Board of Directors, and the Executive Committee and serve as Chairperson of the Board;

~~(2)(b)~~ (b) appoint all committees as provided by Bylaw 431 and serve as an ex officio member of those committees;

~~(3)(c)~~ (c) provide an annual report 30 days prior to the annual general meeting of the National Council; and

~~(4)(d)~~ (d) to be or to delegate someone to be the official representative of the Federation in FIFA, CONCACAF, and other international organizations.

Section 2. The Vice President shall assist the President in the performance of the President's responsibilities and shall exercise all the powers of the President in the President's absence.

Section 3. The President shall appoint a current member of the Board of Directors to be the Treasurer of the Federation, such appointment to be subject to the approval of the Board of Directors. The appointment shall be for a two year term, expiring at the conclusion of annual general meetings of the National Council. Should the Treasurer no longer be a member of the Board for any reason, the Treasurer position shall be considered "vacant" and this vacancy shall be filled for the balance of the term in accordance with the way the position was filled at the beginning of the term. The Treasurer shall have the following authority:

- (a) all authority necessary to serve as Treasurer of the Federation in any instance in which applicable law requires that the corporation have a Treasurer or that a specific function be performed by the corporation's Treasurer;
- (b) any authority specifically bestowed by the Board of Directors.

~~Section 3. The Treasurer shall have the following responsibilities:~~

- ~~(1) oversee the keeping of full and accurate accounts of receipts and disbursements of the Federation, with the actual accounts shall be handled by the Federation's national office;~~
- ~~(2) oversee the disbursements for items that are contained in the operating budget;~~
- ~~(3) provide a complete and detailed written report showing all Federation financial activities to the Board of Directors and the Executive Committee at every meeting;~~
- ~~(4) provide a complete and detailed written report showing all Federation financial activities to the membership on a quarterly basis;~~
- ~~(5) be responsible for the care and custody of the Federation's funds, including overseeing deposits and investing such funds in the name of the Federation with the approval of the Board;~~
- ~~(6) submit an audited financial statement for the prior fiscal year 30 days prior to each annual general meeting of the National Council;~~
- ~~(7) oversee the coordination of the preparation of information needed by the certified public accountant in preparing the audited annual financial statement; and~~
- ~~(8) serve as an ex officio (non-voting) member of the Budget Committee.~~

Bylaw 412. COMPOSITION

Section 1. The Board of Directors consists of the following Directors, with each Director having one vote except as otherwise provided:

- (1) the President.
- (2) the Vice President.
- (3) the Treasurer through the National Council Meeting in 2008.
- ~~(4)~~ the Immediate Past President (non-voting).
- ~~(45)~~ two out of the 8 Commissioners of the Adult Council elected for a 2-year term expiring at annual general meetings of the National Council.
- ~~(56)~~ two out of the 8 Commissioners of the Youth Council elected for a 2-year term expiring at annual general meetings of the National Council.
- ~~(67)~~ two out of the 8 Commissioners of the Professional Council elected for a 2-year term expiring at annual general meetings of the National Council.
- ~~(78)~~ Athletes, which shall be at least 20 percent of the total number of voting Directors of the Board, rounded up to the next whole number (currently 3), elected as provided by Bylaw 322.
- ~~(89)~~ two independent directors elected by the National Council in odd-numbered years, beginning in 2007, for 2-year terms each, expiring at annual general meetings of the National Council.

(910) one independent director elected by the National Council in even-numbered years, beginning in 2008, for a 2-year term expiring at annual general meetings of the National Council.

(101) one “at large” representative elected by the procedures set forth in section 3 below.

(112) the Secretary General (non-voting).

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► NEW VERSION

Bylaw 301. STATUS AND GENERAL AUTHORITY

The National Council shall be the representative membership body of the Federation and have the following authority:

- (1) the election of the President and Vice President of the Federation.

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Bylaw 302. COMPOSITION AND VOTING

* * *

Section 2.

- (a) The number of delegates from each of the Organization Members . . . :
 - (1) In each case, players registered and fees paid shall be as of 30 days before the meeting, as certified by the member of the Board of Directors authorized to serve as the Federation’s Treasurer.
 - (2) In each case, players registered and fees paid shall be as of 30 days before the meeting, as certified by the member of the Board of Directors authorized to serve as the Federation’s Treasurer.

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- (b) The officers shall be elected at the annual general meeting held in the year specified by section 2 of this bylaw. They shall be voted for separately by

ballot (unless the ballot requirement is waived by consent) and must receive a majority vote.

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- (b) the Vice President: 4-year terms beginning in 2000.

Section 3.

- (a) If a vacancy occurs in an office of President or Vice President, the following order of succession applies:
 - (1) the Vice President for the President.
 - (2) the Chairman of the Adult Council for the Vice President.
 - (3) the Chairman of the Youth Council next in line after the Chairman of the Adult Council.
- (b) The Board of Directors shall appoint an individual to fill the vacancy of an unexpired term of the President or Vice President if there is still a vacancy after applying subsection (a) of this section. Any such appointment is effective only through the next annual general meeting of the National Council. At that meeting, the Council will conduct an election for the remainder of the unexpired term, if any.

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- (c) provide an annual report 30 days prior to the annual general meeting of the National Council; and
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Board for any reason, the Treasurer position shall be considered “vacant” and this vacancy shall be filled for the balance of the term in accordance with the way the position was filled at the beginning of the term. The Treasurer shall have the following authority:

- (a) all authority necessary to serve as Treasurer of the Federation in any instance in which applicable law requires that the corporation have a Treasurer or that a specific function be performed by the corporation’s Treasurer;
- (b) any authority specifically bestowed by the Board of Directors.

Bylaw 412. COMPOSITION

Section 1. The Board of Directors consists of the following Directors, with each Director having one vote except as otherwise provided:

- (1) the President.
- (2) the Vice President.
- (3) the Immediate Past President (non-voting).
- (4) two out of the 8 Commissioners of the Adult Council elected for a 2-year term expiring at annual general meetings of the National Council.
- (5) two out of the 8 Commissioners of the Youth Council elected for a 2-year term expiring at annual general meetings of the National Council.
- (6) two out of the 8 Commissioners of the Professional Council elected for a 2-year term expiring at annual general meetings of the National Council.
- (7) Athletes, which shall be at least 20 percent of the total number of voting Directors of the Board, rounded up to the next whole number (currently 3), elected as provided by Bylaw 322.
- (8) two independent directors elected by the National Council in odd-numbered years, beginning in 2007, for 2-year terms each, expiring at annual general meetings of the National Council.
- (9) one independent director elected by the National Council in even-numbered years, beginning in 2008, for a 2-year term expiring at annual general meetings of the National Council.
- (10) one “at large” representative elected by the procedures set forth in section 3 below.
- (11) the Secretary General (non-voting).

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