

**MINUTES OF THE
2011 ANNUAL GENERAL MEETING OF THE INDIANA SOCCER ASSOCIATION**

Held: February 26, 2012

CALL TO ORDER:

The Annual General Meeting (AGM) of Indiana Soccer Association (ISA) was held at the Renaissance Hotel North, 11925 N. Meridian Street, Carmel, Indiana. The meeting was called to order at 10:05 a.m., by Murray Clark, President of ISA, Chair of its Board of Directors and Chair of this meeting. An invocation was given by Mr. Scott Fridley.

WELCOME:

The Chair opened the meeting by welcoming all of the attending delegates. He extended special recognition to the Affiliated and Allied members that joined ISA during the past year. Finally, he thanked Mayor Andy Cook, City of Westfield and the ISA Board of Directors for their presence.

CREDENTIALS REPORT:

As the first order of business, Mr. Clark requested A.L. Smith, Chair of the Governance Committee, to call the roll of delegates.

Mr. Smith proceeded with the call of the roll. At its conclusion, he reported that there were 149 members eligible to vote, 15 were required to constitute a quorum [25 or 10%, whichever is smaller]; the number of members present was 36. Mr. Smith declared that a quorum was present. Mr. Smith reported that 291 total votes were available; the total vote count present was 95. Mr. Smith reported that 48 votes were required for a simple majority and that 63 votes were required for a 2/3 majority. By unanimous vote, the Credentials Report was approved.

The Chair thanked Mr. Smith for his report. As a quorum was present, the Chair stated that the meeting was duly constituted and could conduct the business to come before it.

AGM STANDING RULES:

Chair Clark next directed the delegates' attention to the Book of Reports, which includes a copy of the Proposed Standing Rules for this meeting. After review and upon motion duly made and seconded, the 2011 AGM Standing Rules were unanimously adopted. Pursuant to those Rules, Chair Clark appointed Angel Hall as Timekeeper. Page 2 of 3 / Indiana Youth Soccer Annual General Meeting Minutes BDD01 9195510v1

AGENDA:

Referring to the Agenda contained in the Book of Reports, the Chair asked if there were any proposed modifications to said Agenda. There being none, the proposed Agenda was unanimously adopted.

2011 AGM MINUTES:

The Chair next recognized Pat Callahan, Secretary of ISA. Mr. Callahan stated that the minutes of the January 29, 2011 AGM Meeting are contained in the Book of Reports. On behalf of the Board of Directors, Mr. Callahan stated that the 2010 AGM Standing Rules were followed at that meeting and that the Board of Directors has approved the 2010 AGM Minutes and further recommends their adoption by the AGM delegates. The Chair asked if there were any corrections, modifications or objections. There being none, he declared that the minutes were approved as presented.

BOOK OF REPORTS:

The Chair next recognized Mr. Dave Guthrie, Executive Director of ISA, who directed the members to the information reports contained in the Book of Reports. In the interest of time, he asked the members to review them at their leisure and call him if there were any questions or comments.

SPECIAL ORDERS/ELECTION OF DIRECTORS:

The Chair again recognized Mr. A.L. Smith to offer the report on the nomination of new directors. Noting that the By-Laws provide for staggered terms of directors, Mr. Smith stated that three directors were to be elected at this meeting, each for three-year terms. He was pleased to report that Larry Rowland and Tony Zirille have each agreed to serve an additional term. He added that Dave Sherman has been nominated to fill the third directorship, as Mr. Bill Vieth has decided not to serve another term. He directed the delegates' attention to their biographies in the Book of Reports. As there were no additional nominations to the Board and since the number of nominees is equal to the number of positions available, he asked that a voice vote of the delegates be taken. The delegates unanimously elected Messrs. Rowland, Zirille and Sherman to the ISA Board of Directors for three-year terms, commencing immediately. Finally, the Chair recognized and thanked Mr. Vieth for his good counsel and outstanding service during his terms on the Board.

NEW BUSINESS:

Opening the floor to a discussion of any new business, the Chair again recognized Mayor Cook who proceeded to outline the plans for Westfield's new Grand Park and the key partnership with ISA in the development of a state-of-the-art national soccer facility. At the conclusion of his presentation, Chair Clark thanked him and expressed ISA's excitement at working on this project. Page 3 of 3 /
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FOR THE GOOD OF YOUTH SOCCER:

Mr. Clark, as ISA President, reported that he and Mr. Guthrie are continuing to attempt a dialogue with IHSAA regarding the improvement of high school refereeing. He was pleased to report that ISA had been granted a vanity license plate by the Indiana Bureau of Motor Vehicles and asked those present to consider purchasing same, as a significant amount of the purchase proceeds are returned to ISA.

Mr. Smith then requested that each club present commit to being a non-attending club to next year's AGM, since there is only 25% attendance of ISA Affiliate Members at this year's meeting. Finally, thanks were given to all who supported last year's IYSA Foundation auction.

ADJOURNMENT:

As there was no further business, and without objections, the meeting was adjourned sine die at 11:12 a.m.

Respectfully submitted,

H. Patrick Callahan, Secretary

APPROVED By the Board of Directors:

Secretary's Initials: _____ Date: _____