

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

Held: January 30, 2010

CALL TO ORDER:

The Annual General Meeting (AGM) of Indiana Youth Soccer Association (IYSA) was held at the Renaissance North Hotel, Carmel, Indiana. The meeting was called to order at 2:06 p.m., by Murray Clark, President of IYSA, Chair of its Board of Directors and Chair of this meeting.

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.

Before taking the roll, Mr. Smith asked that the 2009 Standing Rules be suspended to allow the following late registering clubs to be admitted as voting clubs: Columbus Express, Delaware County Soccer, Indy Futbol-Soccer, NWI United, and Star Soccer. Upon motion duly made by Mr. Smith and seconded, said clubs were admitted as voting delegates.

Mr. Smith proceeded with the call of the roll. At its conclusion, he reported that there were 138 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 289 total votes were available; the total vote count present was 97. Mr. Smith reported that 49 votes were required for a simple majority and that 65 votes were required for a 2/3 majority. By unanimous consent, the Credentials Report was approved.

The Chair thanked Mr. Smith for his report. Noting that 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 directed the delegates' attention to the Book of Reports, which included a copy of the proposed Standing Rules for this meeting. After review and upon motion duly made and seconded, the 2010 AGM Standing Rules were unanimously adopted. Pursuant to those Rules, Chair Clark appointed Shannon Stuart as Timekeeper.

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.

2009 AGM MINUTES:

The Chair next recognized Pat Callahan, Secretary of IYSA. Mr. Callahan stated that the minutes of the February 8, 2009 AGM Meeting are contained in the Book of Reports behind Tab 2. On behalf of the Board of Directors, Mr. Callahan stated that the 2009 AGM Standing Rules were followed at that meeting

and that the Board of Directors has approved the 2009 AGM Minutes and 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. Don Guthrie, Interim Executive Director of IYSA, who proceeded to provide highlights from and an overview of the information reports contained in the Book of Reports. At the conclusion of his report, Mr. Guthrie asked if the delegates had any questions or comments on the reports. There being none, the Chair thanked Mr. Guthrie for his report and, especially, for the outstanding job he had done as Executive Director, since Mr. Rawson left.

SPECIAL ORDERS:

The Chair again recognized Mr. A.L. Smith to offer the report. Mr. Smith noted that the voting members received timely notice of certain proposed By-Laws amendments on or before December 16, 2009. He then ceded the floor to Mr. Guthrie who proceeded to explain why the inclusion of the Indiana adult soccer league within IYSA's structure was for the benefit of all parties. At the conclusion of his remarks, and after questions and comments from the floor, the Chair recognized Mark Anderson for the purpose of making a Motion to Adopt the said amendments, a copy of which is attached to these minutes. Hearing a second, the Chair stated that the motion must be approved by 2/3 vote of the eligible votes to be cast. The motion was unanimously adopted.

ELECTION OF DIRECTORS:

Mr. Smith next reported 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 delighted to report that Murray Clark, Jack Hiler and Pat Callahan have each agreed to serve an additional 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 re-elected Messrs. Clark, Hiler and Callahan to the IYSA Board of Directors for additional three-year term, commencing immediately.

NEW BUSINESS:

Opening the floor to a discussion of any new business, the Chair again recognized A.L. Smith. Mr. Smith proceeded to discuss the disparity between soccer refereeing at the high school and club soccer levels and IHSAA's lack of responsiveness when asked to address same. Others concurred. It was the sense of the AGM to continue dialogue with IHSAA to seek an upgrade in high school referee requirements. Tom Giesse next addressed his concern about the perceived proliferation of member clubs and the overall negative effect on all clubs' membership. The Chair and other Directors stated that the Board has attempted to be rigorous in examining these and other issues when new clubs apply for admission.

GOOD OF YOUTH SOCCER:

There were no additional discussions regarding IYSA or youth soccer in general.

ADJOURNMENT:

As there was no further business, and without objections, the meeting was adjourned sine die at 2:40 p.m.

Respectfully submitted,

H. Patrick Callahan, Secretary

APPROVED By the Board of Directors:

Secretary's Initials: _____ Date: _____

MOTION TO AMEND BY-LAWS

RESOLVED, that the following provisions of the By-Laws of IYSA are hereby amended to read as follows, effective immediately:

ARTICLE 2, AFFILIATION

The Indiana Soccer Association shall be affiliated with the United States Youth Soccer Association (hereinafter "US Youth Soccer"), United States Adult Soccer Association (hereinafter USASA), United States Soccer Federation (hereinafter "US Soccer" or "USSF") and the Federation Internationale de Football Association (hereinafter "FIFA"). USSF Articles of Incorporation, bylaws, policies and procedures and all requirements take precedence over and supersede the governing documents and decisions of Indiana Soccer and its members to the extent applicable under State Law.

ARTICLE 6, MEMBERSHIP

6.2-3 Life Members (Individual)

6.2-3.1 Definition

Life Membership may be bestowed upon an individual who has made significant and/ or "life- long" contributions to soccer in Indiana. Recognition as a Life Member may only be awarded after nomination by the Board of Directors or any member of Indiana Soccer. Life Members may only be approved by majority vote of the membership at the Annual General Meeting.

6.2-3.2 Voting Rights

Life Members are entitled to one (1) vote at the Annual General Meeting and at any special meeting of the membership of Indiana Soccer.