



**AMERICAN YOUTH SOCCER
VIRTUAL NATIONAL ANNUAL GENERAL MEETING
MAY 29, 2021 10:30AM (PACIFIC TIME)**

NOTICE IS HEREBY GIVEN that the 2021 National Annual General Meeting (**NAGM**) of the American Youth Soccer Organization (AYSO) will be held virtually on May 29, 2021. The NAGM will have a number of sessions, starting on **May 22, 2021**, including, the Proposed Rules & Regulations and Bylaws Amendments Review, Budget Review, panel and speeches by candidates for National Board of Directors and National President.

The NAGM annual business meeting session (the “Business Meeting”) will be held on **Saturday, May 29, 2021 beginning at 10:30am (PT)**. The following matters will be presented for action at the Saturday Business Meeting.

- Voting on the proposed amendments to the Rules & Regulations and Bylaws
- Election of four Directors to the National Board of Directors
- Election of the National President
- Consideration of such other matters as may be properly brought before the Business Meeting

PROPOSED AMENDMENTS TO THE NATIONAL RULES & REGULATIONS AND BYLAWS

There is one proposed amendment to the National Bylaws that have been submitted for consideration and voting at the Business Meeting. The proposed amendments are described below.

Proposed Amendment – Bylaw #1 – Amend Section 4.03 (a) within AYSO National Bylaws. This proposed amendment seeks to modify this section of the Bylaws in order to remove term limits for the National Board of Directors.

ELECTION OF DIRECTORS AND THE NATIONAL PRESIDENT

Candidates for Director. The following individuals have been nominated as candidates for election as **Directors** to the **National Board of Directors** in accordance with National Bylaw Sections 4.04(a) and 4.04(b).

- **Ruben Gonzalez**
- **Randy Pittman**
- **Doug Ryan**
- **Penney Wakefield (Hammond)**





Members of the National Board of Directors whose terms will expire at the close of the 2021 NAGM are: **Maurice Miranda, Donna Nelson, Randy Pittman, Doug Ryan**. Therefore, four director positions are open in 2021.

Directors will be elected at the Business Meeting session starting at 10:30am (PT) on Saturday May 29, 2021. All pre-cast proxies must be received by the AYSO office either by email or mail by **May 17, 2021**. For information on proxy ballots please go to www.aysonagm.org. Each Executive Member may vote for no more than four from the final list of candidates. The four candidates with the greatest number of votes will be elected to the National Board of Directors for terms of three years.

Candidates for National President. AYSO Bylaws require that a candidate for National President be a member of the National Board of Directors. Therefore, the election of members to the National Board of Directors must precede the election of the National President in order to first determine who is eligible for the position.

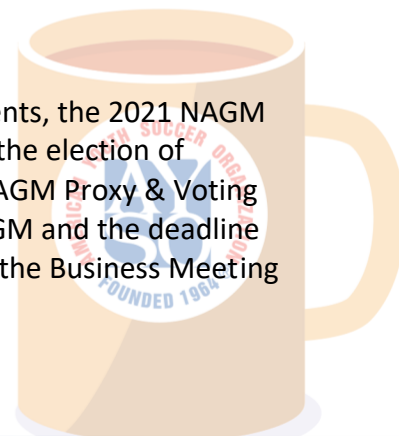
The following individual has been nominated as a candidate for election as the **National President** in accordance with Bylaw Sections 4.04(a) and 4.04(b).

- **Michael Karon**

The opportunity to nominate additional candidates for National President in accordance with Bylaw Section 4.04(c) will be given at the Business Meeting. Each Executive Member may only vote for one candidate from the final list of candidates. If a candidate receives a majority of the votes cast for National President, such candidate will be elected as the National President for a one-year term. If, after the first ballot, none of the candidates receives a majority of the votes cast for National President, there shall be another vote between the two candidates for National President who received the highest total of votes cast on the first ballot. The candidate receiving the highest total number of votes in such second ballot will be elected as the National President for a one-year term.

2021 NAGM INFORMATION BOOKLET AND AYSONAGM.ORG

In addition to containing the proposed Bylaws and Rules & Regulations amendments, the 2021 NAGM Voting Information Booklet contains candidates' statements and information for the election of Directors and the National President. The 2021 NAGM Meetings Protocols and NAGM Proxy & Voting Information, including the deadlines for submitting proxies in advance of the NAGM and the deadline for Executive Members and Proxy Holders attending NAGM to register to vote at the Business Meeting will be available at www.aysonagm.org.





PROXY BALLOT

IF YOU WILL NOT BE REGISTERING AND ATTENDING THE NAGM ON SATURDAY MAY 29

Submit this proxy ballot to Patricia Mallan either by email to patriciamallan@ayso.org or by mail to the AYSO Office at 19700 S. Vermont Ave, Suite 103 Torrance, CA 90502. All proxies must be received no later than Monday, May 17, 2021

To ensure quorum of executive members virtually present at NAGM, or by proxy, required by the bylaws, this is the ONLY way to vote without virtually attending the meeting.

The undersigned, hereby appoints their Section Director the proxy and attorney-in-fact of the undersigned, with power of substitution, for and in the name of the undersigned to attend the Virtual National Annual General Meeting (NAGM) of AYSO on May 29, 2021 and all adjournments thereof, and to take all action at the NAGM Business Meeting and to cast thereat the vote to which the undersigned would be entitled if then present with respect to matters presented at the meeting including, without limitation: (1) election of four Directors; (2) election of the National President; (3) consideration of proposed amendments to the National Bylaws and Rules & Regulations; and (4) any other matters as may be properly brought before the Business Meeting and adjournments thereof. Please refer to the information and instructions on the AYSO NAGM website (aysonagm.org) in the Information Booklet regarding the business to be conducted at the meeting and voting.

The vote represented by this proxy will be cast in accordance with the specifications listed below. **If no instructions are given as to how to vote with respect to a specific item, or if neither instruction box below is selected, the proxy holder is authorized to vote and act as he/she chooses.** Receiving or obtaining this Proxy Ballot does not presume your right to vote, and the vote will only be counted if you are an Executive Member in good standing.

EXECUTIVE MEMBER: Please **SIGN & DATE** and return by email or mail **IF** you are **NOT** attending the meeting. By signing this ballot, you understand that your Section Director will be your proxy on May 29, 2021 at the National Annual Meeting.

Print Name:

S/A/R:

Signature:

Date:

Please Check ONLY ONE of the following boxes

"DISCRETIONARY PROXY" – I would like my Section Director to act as **my PROXY HOLDER** to use his/her absolute discretion for the votes below and on additions and/or changes submitted from the floor. *My proxy holder will be authorized to vote and otherwise act on my behalf on any business matters brought before the meeting.*

"PRE-CAST PROXY/ABSENTEE BALLOT" – I would like my votes cast **ONLY AS INDICATED** below (which may include "friendly amendments" from the floor that do not materially change the original proposed amendment by my Section Director as my proxy holder. *This pre-cast proxy will be voted as marked.*

ELECTION OF NATL PRESIDENT - Vote for ONE

Michael Karon	
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ELECTION OF DIRECTORS - Vote for up to FOUR

Ruben Gonzalez	
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Randy Pittman	
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Doug Ryan	
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Penney Wakefield (Hammond)	
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PROPOSED AMENDMENTS TO BYLAWS & R&Rs	YES	NO
Bylaw Amendment #1: Term of National Board of Elections		

