



MINUTES – MEETING OF THE USA CRICKET BOARD OF DIRECTORS

Zoom Meeting – February 19th, 2024

Attendance

Virtually:

Venu Pisike, Chairman (VP), Arjun Gona, Individual Director (AG), Kuljit Nijjar, Individual Director (KN), Atul Rai, Club Director (AR), Nadia Gruny, Player Director (NG), Srinu Salver, Player Director (SS), Anj Balusu, League Director (AB), Patricia Whittaker, Independent Director (PW), David Haubert, Independent Director (DH), and Pintoo Shah, Independent Director (PS).

Welcome Note and Agenda

VP welcomed the Members and announced a quorum is met.

1. NGC & Independent Director Appointment
2. Officers Appointments
 - Treasurer
 - Executive secretary
1. Committee Appointments
2. CEO next steps
3. USOPC Email to USAC Board
4. Temp Staff arrangements
5. AOB

NGC & Independent Director Appointment

VP reminded the board that as per the amended constitution, incumbent Independent Director can choose to express interest for reappointment for another eligible term. Board can decide on the incumbent's interest, and provide the board's intent to NGC for further processing of the candidature. NGC to continue with its due diligence and provide their recommendation to Board for approval.

PS left the meeting

NG reminded the board that Rahul Kona's appointment to NGC is not valid as he served part of CRWG, making him ineligible to be considered Independent, according to the constitution. VP tabled the discussion of Independent Director Appointment until NGC is reconstituted with eligible members and seek guidance from legal counsel prior to initiating the changes to NGC. It is also noted that this is an oversight from the board during the voting process to appoint Rahul Kona to NGC.

PS re-joined the meeting upon VP's notification to join.



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Officers Appointments

Treasurer

- VP requested nominations for the role as it MUST be a board member only
- PS nominated KN
 - o VP seconded the nomination
- Confirmed KN as Treasurer with unanimous vote

Executive Secretary

- VP requested nominations for the role as it MUST be a board member only
- SS nominated AB
 - o VP seconded the nomination
- Confirmed AB as Executive Secretary with unanimous vote

Committee Appointments

KN brought up the constitutional requirement of consultation with CEO for appointment of Committees. VP responded that these appointments were brought to board's approval after the constitution with amendments is approved. KN questioned why the appointments were not made when the CEO is still in office. VP responded that it has taken time to receive the nominations and recommendations by which time CEO is no longer employed at USAC. PW stated that CEO is still in office through April'24 and must be consulted for these appointments, VP clarified that CEO is not employed with USAC. VP's attempts to reach CEO went unanswered. AR asked that the board MUST conduct themselves in professional manner and be respectful of each other. AR reaffirmed that CEO is removed with immediate effect. VP clarified that the 60 day notice doesn't necessarily continue the CEO in the role but will be paid out his notice 60 day period.

Finance & Commercial Committee:

- VP proposed PS as the Chair, AB as another member along with 2 USAC players (USOPC requirement) and Priya Singh as the members of the committee.
 - o SS seconded the proposal
- NG recommended that Priya Singh's background according to her resume, suits the audit committee better.
- VP clarified that the term of each committee member cannot be more than 6 years, on AG's query in this regard.
- Finance & Commercial Committee approved with unanimous vote.

Note: KN declined the role of Treasurer. He needed time to respond on his continuity as finance incharge until a Treasurer is appointed.

Men's Cricket Committee:

- VP proposed Srini Salver as Chair and Nicholas Stanford as 2 player representatives per USOPC requirement, AB as another board representative, Michael Voss and Golam Nowsher as other members of the committee
 - o AB seconded the proposal
- KN raised a question in regards to Michael Voss's service tenure with USAC. VP clarified that no



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- cooling off period for Committee members to be appointed for another role post 6 year term in a particular role.
- PW raised a question regarding Nisarg Patel's tenure on NGC. VP clarified that he has not completed his 6 year term for him to be ineligible.
 - AG asked if there are others who can be considered for appointment of Michael Voss.
 - o SS clarified that Michael Voss bring a wealth of experience and knowledge to Cricket Committee.
 - KN and AG questioned the contributions of Michael Voss as a selector based on USA National team performance during his tenure
 - o SS clarified that no one individual is responsible for USA National Team's performance and there are several contributing factors.
 - PW raised about the notion of CC in the past for capacity building and black individuals not being included for consideration.
 - o SS responded to PW that she cannot make allegations when black individuals are included into the committees or selection panels, it is not just the 2 individuals PW quotes in her argument of discrimination.
 - VP adjourned the committee appointments and to seek the approval through email given the continuous impediments by certain board members.
 - PW withdrew her name for consideration as part of Audit Committee appointment.

CEO Next Steps

VP asked that all the members take their turn to provide their opinions/perspectives on next CEO

1. to consider the candidates from the original list of top 3 candidates OR
2. CEO working group to make a recommendation for the board to consider.

AG raised the question of having the board members included in the decision making process to remove the CEO, against whom the former CEO has grievances. VP and AR clarified that board members must be included as part of the decision making process, per constitution. VP also clarified that majority decided on the motion, we respect and heard everyone opinions/perspectives and disagreements are acceptable but the majority board decision prevails. KN questioned and asked the Chair to share all the emails between the Chair and the former CEO to prove there is a response. VP clarified that a lengthy discussion was held with Dr.Noor in the presence of NG and PS. KN alleges that VP did not intervene with reference to Dr.Noor's emails against certain board members.

PS stated that PW decided to leave the executive session and cannot make statements on a concluded session.

NG and DH suggested that the board consider the candidates from the list available for appointment of next CEO

PW made a statement alleging that Dr. Noor's removal through an executive session attended by most of the board members is unethical, illegal, unlawful, and unjust. Executive Sessions cannot be used to settle scores. PW further stated that the decision to remove Dr. Noor is a retaliation from the board members (SS & NG) based on certain emails shared by Dr. Noor with the board, is subject to a legal action from Dr. Noor. PW suggested that Dr. Noor seek legal action against USAC in relation to this



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termination as CEO and seek the minutes of the executive sessions be made available through discovery. PW also alleged that Dr. Noor was not included in the executive session and such executive session was not included on the agenda of the Board Meeting held on February 10, 2024.

KN wants to know about the executive session law of applicability for jurisdiction. KN question disregarded for being off topic.

AR registered his objections for other board members bringing on the topics which were decided upon and not on the agenda, unless majority of the board decides to revisit. AR suggested that we consider

- the short list available of candidates available
- appointing an interim CEO
- taking the due time in evaluating and conducting thorough due diligence on the next CEO prior to make the decision to appoint him/her

VP stated that the CEO working group will reconvene to review the options and present to the board for consideration and next steps.

Temporary Staff arrangements

Deferred to next board meeting

USOPC Email to USAC Board

VP presented USOPC email is concerning and we need to make attempts to resolve USAC matters within USAC board in a civilian manner. USOPC stated that USAC must conduct in a professional manner as a NGB than a local club. VP requested that board members bring their concerns to the board and resolve as per the process than writing to ICC and USOPC individually. VP suggested that board MUST adopt a policy and process on who should communicate with ICC and USOPC on behalf of USAC. VP opened the floor to the board members to express their opinions.

KN stated that prior board members wrote to ICC individually and why this board cannot write to ICC directly. KN demanded that the emails written to ICC be shared and VP offered to share his email box to review to satisfy his demand. KN further alleged that SS and VP wrote an email to ICC directly without **board's** knowledge. VP clarified that the email sent to ICC was regarding the conflict of then Chair Mr. Marathe to ICC anticorruption, after it was brought in the board and not addressed. VP further clarified that anyone on the board can write to USOPC or ICC ethics/grievance committees on individual basis if it is not being addressed in the board. SS further attested that we need to stick to the topic than bringing irrelevant and in the past topics to the discussion. PS stated that a POC be established to communicate with USOPC than everyone trying to communicate. AR stated that USAC **doesn't** get the act together, then we are in trouble. AR further stated that the board is elected to serve its members and community. AR agrees with PS in establishing a POC to communicate with USOPC. AR clarified on the email to ICC by SS and VP as per **KN's** allegations, it was based on the conflict which resulted in an agreement benefitting ACE not USAC.

AG reiterated and read the statements of USOPC concerns in regards to

- Board being operationally involved



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- Board's conduct (communicating with USOPC directly with no sense of process)

AG wants to know what is this board is planning to address these concerns

VP reiterated that USAC is fully committed to being compliant with USOPC and have made the preliminary amendments (33% inclusion of USAC national players in board, and governance) to USAC constitution as a step forward. VP to request a meeting with USOPC to hear them and address their concerns than making their own conclusions.

SS reaffirmed that committees are functioning as per USAC constitution and defined TORs. SS expressed the need to hear USOPC to make amends to USAC process, and at the same time USOPC be educated about USAC and avoid misunderstanding.

PW expressed her appreciation for Mr. Patterson from USOPC's perspective through his letter to USAC.

PS to PW, what is the rationale on her email response about the Chair to USOPC on the email response to USPOC by the Chair.

AOB

AR asked about treasurer report. VP wanted KN to decide if he would want to continue finance in charge and conduct an offline session to review the report. AR insisted that the accountant be present and answer the questions related to the financial report. VP assured to invite the accountant to next board meeting and present the 2023 financial report.

Motions

1. Appointment of Treasurer – Kuljit Singh

Proposed by: VP.

Seconded by: PS.

The motion passed unanimously.

Kuljit Singh decline the appointment

2. Appointment of Executive Secretary – Anj Balusu

Proposed by: VP.

Seconded by: SS.

The motion passed unanimously.