



# MINUTES – MEETING OF THE USA CRICKET BOARD OF DIRECTORS

*Teams Meeting – March 10<sup>th</sup>, 2024*

## Attendance

Virtually(via Zoom):

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), Pintoo Shah, and Independent Director (PS).

Minutes Captured by: AB

## Welcome Note and Agenda

VP welcomed the Members and announced a quorum is met.

1. Attendance / Board Rules of Engagement
2. Approval of Agenda
3. Chairman Updates
4. ICC Meeting Updates
5. CEO Hire
6. Zonal Selections
7. Board Member Complaints/Conduct
8. Membership Dues 2023
9. League Committee
10. AOB

## Attendance / Board Rules of Engagement

VP presented the Board Meeting Rules and recommended that the USAC board abide by the same.

Note: KN asked if the Zoom used for the meeting is of USAC or personal. VP requested the USAC account information to use for future meetings.

## Approval of Agenda

The agenda has been approved to proceed, with the exception of League Committee item deferred to next board meeting.

## Minutes of Meeting

PW asked for minutes of meetings from the prior meetings and expressed objection. VP noted the objection from PW and requested time for till end of March 2024 to submit all the meetings with the help of staff or any board volunteers. VP requested help from fellow board members, as the recently appointed Executive is out of the country.



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## Chairman Update

1. The USAC National T20 tournament starts on March 14<sup>th</sup>, 2024.
  - a. Staff, Official and Player travel and other logistics arrangements are being made by the staff.
  - b. Live streaming of the National T20 tournament from PVCC, Houston is planned with a 4-camera production unit.
2. Staff and Cricket Committee planned for a National Camp with the shortlisted probable's from the National T20 tournament end of March, selection Camp.
3. **ICC T20 World Cup 2024, USAC Men's Team Preparation**
  - a. T20 bilateral series confirmed with Canada at PVCC during first of April 2024
  - b. National Team Camp towards end of April 2024
  - c. T20 bilateral series confirmed with Bangladesh during May 2024, an MoU is being signed for the same,
    - i. As part of the MoU Bangladesh to host USAC Men's team for bilateral series with their National Men's team or Men's A team, in 2025. Dates are to be discussed at a later time based on either parties availability.
4. **Staff Assignment/Appointment**
  - a. VP and NG started to put in an organization chart to fulfill the staff needs to support the USAC calendar and also the ICC T20 WC 24 as temporary staff or consultants. A final Org Chart shall be shared with the board for review.
  - b. 2 consultants are engaged as part of the process to meet our calendar of events and their support structure.
    - i. Full Time Media Consultant
    - ii. Part time Partnership, Contracts, and Media Management consultant
5. **Sanctioning Policy**
  - a. Request for members to review and discuss in the next board meeting.
  - b. Shared the same with Men's and Women's Cricket Committees and Development Committee
6. **Domestic Road Map**
  - a. Request for members to review and discuss in the next board meeting.
  - b. Shared the same with Men's and Women's Cricket Committees and Development Committee
7. **USOPC**
  - a. Appointed Mr. Rahul Kona who was part of CRWG as USAC SPOC for USOPC. Mr. Kona's experience as a compliance and process expert will be a valuable addition to pursuing the steps to becoming a certified NGB.
    - i. AG sought clarification What are the expectations of Mr. Kona as part of the appointment?
      1. VP provided the clarification on the steps and process involved in continuing the effort with USOPC, and the rationale to appoint Mr. Kona until the appointment of a new CEO.
    - ii. PW asked the reason for appointment a SPOC when USAC board members (VP



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and NG) are working with USOPC.

1. VP clarified that USOPC strongly recommends staff to work than board members as part of the process.
2. Mr. Kona brings the necessary expertise to lead the process.
3. PW disagreed with the rationale.

## 8. MoUs

- a. KN asked for the Live Streaming agreement with the finance to ensure USAC obligations are fulfilled with reference to payment etc., VP to forward the email to KN.
- b. PW requested that all the MoU's be shared with the board as it was a precedence.
  - i. VP clarified that there are no MoUs being signed which are not shared with the board.
  - ii. Bangladesh MoU draft was sent by Bangladesh Cricket Board for USAC to prepare the final version to sign.
  - iii. VP committed to share all the MoU's with the board prior to signing.

## ICC Meeting Updates

1. ICC raised concerns,
  - a. Board Members writing to ICC and USOPC continuously.
  - b. Board needs to address matter internally without involvement of ICC and USOPC
  - c. Expressed concerned on being behind on tasks to become NGB with USOPC
    - i. VP presented to ICC that we are catching up given the constitution amendments and reappointment of independent director etc.,
  - d. USAC is not adequately preparing the Men's T20 team for ICC T20 WC and lack of T20 match experience.
  - e. VP presented the plan for USAC National Team for WC preparations.
  - f. USAC to provide a detailed written explanation to ICC in regard to preparing for WC etc.,
    - i. SS expressed that the reasons to not adequately preparing the Men's team for WC is due to inadequate resources and logistical issues. Include Head Coach hiring process and assure we are on the right track
    - ii. NG asked if the above matters are being discussed during periodic meetings with ICC. Why did ICC not raise concerns prior to this meeting?
      1. VP responded stated to have providing verbal explanations during that meeting but felt the need to send a detailed explanation in writing.
      2. NG recommended that USAC should not be setting a precedence in sending these updates in writing unless this is a one-off letter.
      3. NG recommended to include that USAC is working in maintaining compliance.
      4. AG expressed that USAC to acknowledge the behind schedule of T20 Men's National Team preparations. Part of the ICC questioning is due to the circumstances around the CEO separation.
      5. KN reminded the board about the player retainers contracts were issued in anticipation of the contracted players and be available for National Tournament. Recommended to include the reasons not for conducting the National Tournament which was planned for September 2023. If the



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National tournament is not to be played or postponed, then the contracts could have been afforded for the WC only.

6. SS provided the reason for postponing the National Tournament due to the logistical reasons and AGM planning etc.,
7. VP asked if any board members are in opposition or concerned in writing to ICC with detailed explanation clarifying USAC board position. **None opposed with the exception that PW, as PW does not want to be associated with this explanation, as she is not privy to discussions with ICC.** Draft will be shared with the board prior to sending the same to ICC. VP requested to respond with feedback immediately.
8. KN asking for a longer time for providing feedback instead of a shorter window to respond.
9. PW is requesting to share MoM from the meetings with ICC.
10. VP stated that he will request for MoMs from Fara at ICC, if she maintains the MoM
11. AG asked who is meeting with ICC and what is ICC's requirement on the attendees for this meeting. VP provided that CEO and Chair are the required individuals to attend the meeting. DH was appointed POC with ICC in the absence of CEO, he continued on the meeting invites with ICC. PS was included in these meetings as Independent Director and to provide complete update on ACE relationship matters.
12. VP acknowledged the reason for board to review who to attend the ICC meetings from the board along with the Chair in the absence of CEO.

## CEO Hire

VP shared that the candidate who was second to Dr. Noor as part of the shortlisted top 3 candidates expressed interest to consider the USAC CEO role. The proposed candidate comes with heavy NGB experience and could be a welcoming outcome by USOPC.

ICC advised that USAC have time till July ICC meeting to meet compliance in appointing the CEO. VP provided that USAC would like to appoint the CEO ASAP than wait till July ICC meeting.

1. VP proposed to the board if USAC board would want to
  - a. Make an offer to the candidate recommended by the Working group OR
  - b. Run a full process in identifying the suitable candidate OR
  - c. Pursue further due-diligence and make an offer if due-diligence clears the candidate of any wrongdoing.

VP called for a voting based on the below options (straw poll not a decision),

**Option A:** Pursue the further due diligence of the candidate and make an offer if no new findings subject to board approval.

Votes: DH, NG, SS, AB, VP

**Option B:** Run full process to identify next CEO for USAC

Votes: AG, KN, PW, AR



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Note: AR abstained and recommended the proposed candidate be hired as a consultant/interim CEO, this to be considered as Option B; VP to reach out to PS for his preference.

## Zonal Selections

Jamie Lyod submitted a report on the Zonal team Selection process. VP stated that there is no requirement to debate on the report, as the report clearly identifies that the defined process was followed. The specific selector Mark Demos who wanted to make changes to the already made decision was threatening in his email to the board using foul and abusive language. A response from VP with board on BCC was leaked to the respective selector that the response to him by Chair was marked on bcc. This is an alarming concern because of the information leaking from the board members and this needs to change. VP confirmed that the selections made by following the due process is final. VP recommended that this volunteer selector be not considered for any role with USAC given his unprofessional behavior and writing abusive emails to the USAC board members.

### **Board Comments:**

- KN asks for an independent investigation into the matter raised by the selector into the process followed, with no USAC board member included on this team of investigation.
- PW welcomed the ask by SS for an independent investigation and persisted her ask for the same. PW continue to allege there is a discrimination on treatment of black people vs any other ethnicity. VP clarified that there is no discrimination ever against any ethnicity at USAC.
- SS clarified on Southwest Zone team, there must be a process of escalating to Ethics & Grievance committee and if there is a perceived wrongdoing or improper process was followed. SS presented that he has been target of public humiliation and insults by individuals outside of board. If it is a board member, how does this be handled by the board. VP clarified that any compliant MUST be escalated to the Ethics & Grievance committee prior to any legal action. VP to sought legal guidance on how to handle issues raised by individuals are outside of the board.
- VP clarified that the legal advice received in how board order is maintained includes actions that can be taken should there be a violation. NG reaffirmed this process.
- KN questioned the authenticity of Jamie Lyod's report. VP clarified that an appointed lead **doesn't** require to be physically present rather manage the presence and use his vested authority/expertise.
- NG clarified that questions can be raised on reports submitted by staff for clarification.
- VP asked PW to propose a motion on the independent investigation, but PW did not propose any motion on the topic. VP then further recommended to write to Ethics & Grievance committee of perceived misconduct with the process.
- NG opinioned that on any matter in board discussions, that words cannot be used loosely because there is a majority alignment on the decision **doesn't** mean the minority or individuals voted against the decision are not considered or heard of their opinions. Every opinion is being heard but when it comes to decisions few members are for and few are against. This approach **doesn't** constitute that the voices which are against or considered minority **aren't** heard or given the due time to share their opinions.



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## Board Members Complaints / Conduct

No discussion

## 2023 Membership Dues

All the leagues with dues to USAC towards their commitment and receiving the insurance coverage for FY 2023. SCCA offer to settle the past dues with a discount from USAC.

VP presented the proposal from AR, and to explain the rationale for the proposal. AR expressed that collecting the past dues is a very difficult task for USAC. AR offered to accept 50% of the past dues as a settlement and allow the respective leagues to continue their membership. AR proposed the motion.

KN provided the update on past dues to collect, and Dhruv is actively pursuing past dues. The membership portal was available from July 2023 and members have renewed their memberships through the portal. Opposes the motion. As per KN, outstanding dues of membership were submitted to the board as part of the FY 2023 financials. KN presented the payment report on membership dues by the respective leagues for 2023.

VP clarified to AR that leagues have made written commitment to pay the dues to avail the benefit of insurance from USAC. AR is of the opinion due to unavailability of the membership portal till July is a cause for the past dues and USAC must take the responsibility and offer a concession.

VP expressed his opinion that leagues must pay the dues, even if it is through a payment plan/option. AB and AG expressed that leagues must pay their dues and it is not fair for the leagues to make their payments and follow through their commitment. AB consented with VP for offering payment options. As a compromise, VP proposed that leagues MUST pay the actual cost of insurance through payment options. It is only possible to waive or offer a discount for leagues on their past dues, if only it is extended to the leagues who made their payments.

Members can renew membership or become a new member without opting for insurance as per the new membership policy. AR proposed to seek legal clarification on how USAC can enforce the membership past dues.

## League Committee

Deferred to next meeting.



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NG brought to the attention of the board to ratify the Women's National Team proposed by the selection panel to tour UAE. The Women's cricket committee has unanimously approved the proposed team along with the Captain and Vice-Captain.

KN asked for clarification on the members of Women's selection panel and also unaware of the Women's Cricket Committee existence.

No objections expressed by the board and VP attested to the team proposed.

PW expressed that the Committee members MUST be valid USAC members as per the constitution and referred to 7.3.A section of the constitution. VP expressed that Committee members can be of Independent Director qualifications who does not have to be a valid USAC member. VP will be seeking legal guidance on the qualifications. VP raised the concern on PW being a part of the committee and an individual member of USAC prior to the appointment as Independent Director, and hence PW may not be eligible to be an Independent Director. Steve Smith is the USAC legal counsel for constitutional matters and VP clarified Steven Smith's conflict of interest. Steven Smith conflict of interest is only towards ACE matters. PW raised concerns of a proposed attorney Mr. Sesha has a conflict due to a perceived notion of representing VP and/or AR. VP clarified that Mr. Sesha never represented him on any matter. VP also reminded the board that there was a working group (PW and PS) set up to recommend a legal counsel for USAC, and the working did not make any recommendations to date.

PW registered her objection on appointment of committees is not in compliance with USAC constitution.

VP registered his objection on PW's eligibility as an independent director.

VP concluded the meeting with a statement to follow through legal advise and make necessary corrections if any.

## Motions

Motion: Due to his misconduct as a selector, using foul and abusive language used in communications to the board, Mark Demos not to be considered for any future roles with USAC

- Proposed by: VP.
- Second by: NG.
- Opposed by: KN, PW, AG
- Abstain: None

Result: Motion Passed





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