



MINUTES – MEETING OF THE USA CRICKET BOARD OF DIRECTORS

Teams Meeting – March 5th, 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), 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 and Approval of Agenda
2. Independent Director Appointment
3. CEO Recommendation
4. Temp Staff Arrangements
5. AOB

Attendance and Approval of Agenda

Agenda approved.

Minutes of Meeting

PW asked for minutes of meetings from the prior meetings. VP promised to complete the minutes with additional time and/or help. PW recorded her objection for not having minutes. KN recorded his objection for not having minutes.

Independent Director Appointment

VP requested PS to step out of the meeting for this agenda item, as it pertains to his candidature and position on the board.

As per the USAC constitution, the Board can vote on the incumbent interest to consider his candidature for reappointment as Independent director.

Note: If enough votes are received to consider the incumbent request, then the board can recommend NGC to review the eligibility criteria of the incumbent and make their recommendation to the board for final approval. If enough votes are not received, the board shall recommend NGC to run the full process in identifying the candidates for Independent director and make the recommendation. AG also consented to PW's objection.

PW recorded strong objection to board's ability to make the recommendations to NGC. KN & PW



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expressed the objection to the appointment of Chris Lievsay as a member of NGC and demanded an investigation, for the reasons he is only a USAC member from Nov'23. AR reminded the board that USAC portal was unavailable for the longest period.

Vote to consider PS's interest to continue and recommend to NGC for next steps:

AB – Yes; AG – No; AR – Yes; PW – No; NG – Yes; KN – Yes; SS – Yes; VP – Yes

PW raised why NGC is not involved in this process?

VP clarified that constitution set the process as,

Step 1: Board recommendation to accept the request of the incumbent interest to consider for reappointment.

Step 2: NGC to run the process of qualifying and meeting the eligibility criteria.

Step 3: NGC makes their recommendation subject to candidate meeting NGC's requirements. If does not meet the criteria, NGC declines the board recommendation and proceeds with running full process in identifying the suitable candidate.

Step 4: Board votes on confirmation of the recommended candidate

CEO Recommendation

CEO Search working group met and discussed the option of considering the proposed candidate who was the second in line of the top 3 candidates. Candidate information is shared with the board to review. This agenda item is deferred until the meeting with ICC on Thursday March 7, 2024. ICC advised that there is no rush to appoint a new CEO due to noncompliance. Instead USAC can run the full process to appoint the next CEO.

Conclusion: The Working Group will come back to the board after meeting with ICC on Thursday 7th March to decide on the go forward process in appointing a new CEO.

Temp Staff Arrangements

VP proposing to hire temporary staff to support USAC at least until end of ICC T20 World Cup, The proposed individuals include current paid contractors. These temporary resources can be a stop gap arrangement as we work to appoint full-time resources and the new CEO.

VP requested NG to work with him in identifying the resources to engage and support USAC operations. VP proposing a motion for the board to authorize VP and NG to work on appointing temporary resources to USAC. AB seconded the motion.

NG provided clarification on Roberts' rule of order to the board members, that a motion is placed on the floor for every member to comment or debate. In general board members must respect other board members and follow Robert's rule of order for themselves.

AG would like to understand the authority of this working group in terms of timeline, roles/positions being filled, type of appointment and length of the appointment.

PS recommended that clear definitions to type of role, appointment(temp/perm), and length of the



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appointment will help everyone understand the effort. PS also stated that the board is aligned for the betterment of USAC, however majority members aligned on a particular direction/decision doesn't necessarily constitute it as rubber stamping of the decision.

PW stated that the board is directionless. PW noted that VP is performing the duties as a Chair, & CEO. Why does VP need to engage in appointing these temporary resources and can it not wait until new CEO is appointed. VP corrected PW for calling volunteers nonsense. PW retracted her use of word nonsense towards volunteers.

AB recommends that be it an unpaid volunteer or paid contracts must be subjected to the process of ensuring Conflict Interest, background checks to ensure we are complying. AB also clarified that employment contracts where notice periods are involved, it is the prerogative of the organization to pay out the notice period and relieve the employee with immediate effect or work through the notice period.

VP referred to the meeting papers submitted to the board prior to the meeting which includes all the information to appoint these temp staff. The VP clarified that all the staff will be subject to clearing the Background checks, signing the Conflict of Interest and Code of Ethics policies.

PW stating that VP as Chair is making appointments, and it is not appropriate the process. VP clarified that since there is no CEO and with the amount of work ahead and shortage of resources, we as board to act on the appointments, hence requested the authorization of the board.

AOB

Houston Open Invoice: KN would like to know all the information relevant to the invoice. KN assumed to investigate the details on the invoice to ensure the process if per the USAC internal controls.

AB recommended that all board members uphold the decorum of the meeting, irrespective of how frustrated, dissatisfied and/or disappointed by the respective board members opinions and/or actions.

Meeting adjourned.

Motions

Motion: To authorize VP and NG to work on the appointment of temp staff

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

Result: Motion Passed

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