



# MINUTES – MEETING OF THE USA CRICKET BOARD OF DIRECTORS

*By Conference call – December 8<sup>th</sup>, 2020*

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## Attendance

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### USA Cricket Board Directors

Paraag Marathe, Chair, Independent Director (PM); Avinash Gaje, Treasurer, Individual Director (AG); Venu Pisike, Individual Director (VP); Suraj Viswanathan, Secretary, Individual Director (SV); Srinu Salver, Player Director (SS); Nadia Gruny, Player Director (NG), Sushil Nadkarni, League Director (SN); Ajith Bhaskar, Club Director (AB); Catherine Carlson, Independent Director (CC); Rohan Sajdeh, Independent Director (RS).

Apologies: Iain Higgins, CEO (IH)

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## 1. Welcome (PM)

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PM welcomed everybody to the meeting.

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## 2. Determining the correct voting threshold for the Member Resolution (PM)

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PM reminded the Board that it was required to make a ruling on the issue of the correct voting threshold for the recently concluded Member Resolution regarding the temporary waiver of certain eligibility requirements in the constitution.

He explained that he had shared with the Board the revised independent legal advice received from Steve Smith ('SS'), the lawyer who had helped to put the constitution together. He also explained that there had been a significant discussion on this topic in the last meeting, that numerous e-mails had been exchanged between the Board outlining people's views, and that the Nominating & Governance Committee had provided to the Board its perspective on the paths available to the Board. As such, there was no further information that could be provided to assist in the decision-making process and it was now time for the Board to make a decision on how to move forward.

The Board resolved that the correct threshold to approve the Member Resolution that temporarily waived eligibility requirements for the 2020 election was a simple majority, with the Board voting as follows:

For:	AB, CC, PM, SN, SV
Against:	NG, VP, SS
Abstain:	RS, AG

On that basis, it was acknowledged that the Member Resolution had reached the sufficient threshold to be passed (with 55.4% of Members voting for; and 44.6% of Members voting against).

The Board noted that a press release would be published the following day announcing the passing of the Member Resolution, as well as providing an update on the membership portal launch.

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### 3. Appointment of a BCCI liaison (PM)

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The Board endorsed AG being appointed to act as a liaison to the BCCI.

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### 4. NGC Terms of Reference and Policy for USAC representatives (PM)

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The Board unanimously approved the revised Terms of Reference put forward by the NGC.

No decision was taken in respect of the NGC's proposed policy for conduct of USAC representatives in respect of the 2020 election. This would need to be considered at the next Board meeting.

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### 5. Timing of Independent Director recommendations (SV)

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Given that this subject directly impacted PM, he recused himself from this discussion and vote.

The Board noted the legal advice that [REDACTED]  
[REDACTED]  
[REDACTED]

The Board also noted the NGC's recommendation that it would be 'best practice' for the current Board to consider any recommendation.

The Board resolved that, as a matter of policy, it should be the current board who should consider the Independent Director recommendation, with the Board voting as follows:

For:	AB, CC, AG, NG, SR, RS, SV
Against:	SS
Abstain:	VP
Recuse:	PM

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### 6. ICC Associate Member Director nomination (PM)

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The Board endorsed SN's attempt to seek election to the ICC Board as an Associate Member Director.

VP wished to abstain from providing his endorsement to SN as he didn't feel he had enough information to be able to support the process.

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### 7. AOB

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None.