



MINUTES – MEETING OF THE USA CRICKET BOARD OF DIRECTORS

Zoom Conference – March 31, 2021

Attendance

USA Cricket Board Directors

Paraag Marathe, Chair, Independent Director (PM), Suraj Viswanathan, Secretary, Individual Director (SV), Catherine Carlson, Independent Director (CC), Nadia Gruny, Player Director (NG), Rohan Sajdeh, Independent Director (RS), Sushil Nadkarni, League Director (SN), Ajith Bhaskar, Club Director (AB)

Apologies: Catherine Carlson, Independent Director (CC)

Did not attend: Avi Gaje (AG), Individual Director, Venu Pisike, Individual Director (VP), Srinivas Salver, Player Director (SS)

USA Cricket

Iain Higgins, CEO (IH)

Josh Dascombe, Senior Finance Manager (JD)

1. Publication of previous Board minutes on website

IH explained that he had taken legal advice on whether Board minutes should be published on the website in full. The advice was that where the Board considered necessary to redact certain confidential/sensitive or legally privileged notes within the minutes it would be appropriate to do so.

On the basis of this legal advice, the Board requested IH to review all of the relevant minutes and report back on whether there were any parts that should be redacted prior to publication, but acknowledging the overriding objective was to be as transparent as possible.

2. Annual General Meeting

IH reminded the Board that the Annual General Meeting had been delayed for various reasons, but that, despite the ongoing lawsuit, it was important to schedule this meeting soon.

IH suggested that we use the AGM as the target date to announce the USAC/ACE agreement, as well as the presentation of the 2020 Annual Report and any other matters of importance to the community. This would help to give some focus to the continuing efforts to get the Long Form Agreement negotiations finally concluded.

After consideration, the Board unanimously resolved that it would schedule the AGM at 5.30pm PT on Sunday May 16th, which it felt would give a good opportunity for members who wish to attend to do so.

3. Revised 2021 operational budget – update

IH presented a series of slides which contained the analysis carried out further to the Board's previous direction on how to structure the revised 2021 operational budget.

The Board considered the analysis provided in respect of the various combinations of secured and unsecured revenue, as well as the various budget options and models provided that took into account the significant adverse litigation impact on each of the security of revenue, the additional expenditure to be incurred on legal fees and the reduced revenue opportunities.

The Board also noted the following:

- IH was now confident that USAC would receive its planned Q1 and Q2 funding from the ICC (which equated to 60% of total ICC revenue due) imminently.
- IH had sourced a potential partner for the title sponsorship of the U19 National Championships, but that he had not been able to conclude the deal because his time had been consumed by dealing with the urgent legal matters.
- the various budget models utilized different amounts of the reserves depending upon the extent to which it was assessed that the revenue was certain or otherwise.
- the presentation contained an explanation of the proposed non-priority activity areas that would need to be scaled back or removed entirely in order to accommodate the Board's direction to decrease the previously planned expenditure by c\$400k.
- the majority of the USAC expenditure was scheduled to be incurred in Q2 and Q3 based on the currently proposed calendar of activities.
- each of the proposed budget options for 2021 sought to: (1) re-allocate greater percentages of the total expenditure on the strategic objectives identified in the Foundational Plan; (ii) saw significant increases to the spending on the women's, youth and developmental programs, and decreased spending on the men's programs and administration (once legal fees are excluded); (iii) deliver more activities than in any previous year with a lower total expenditure and reduced administrative costs.

After discussion, the Board unanimously resolved that management should finalize a budget based on Option 2, but that in putting together that budget it should shift as much of the significant expenditure to Q3/Q4 so that there was time to readjust in a couple of months as the impact of the lawsuit become more certain and/or if the worst-case consequences materialize.

To that end, because of the costs associated with it, the Board endorsed the suggestion that the Men's National Championships should be moved to Q3/Q4.

In reviewing the proposed activities that were to be removed in the revised budget, the Board requested that management seek to retain a national championships for the Women's U19 since there were plans to stage a similar event for the Men's U19.

In response to further questions, the Board noted:

- it may need to present the revised budget publicly (possibly at the AGM) and explain why some of the decisions and trade-offs have been made with reference to the strategic objective of operating in a sustainable way.
- the revised 2021 budget anticipated maintaining the existing staff salary cuts and freezing the number and value of player contracts.