

# TERMS OF REFERENCE ICC MEN'S CRICKET COMMITTEE

Capitalised terms referred to in the following Terms of Reference are defined herein.

## 1. REMIT AND RESPONSIBILITY

- 1.1 The ICC Men's Cricket Committee (the "**Committee**") has been established by the ICC Board, in accordance with Article 5 (A) of the Amended and Restated Memorandum and Articles of Association of ICC, to act as a sub-committee of the Chief Executives' Committee in furtherance of the objects of ICC ("**ICC**"), which include promoting and developing the game of cricket at all levels throughout the world, and governing and regulating cricket at the International level.
- 1.2 The Committee shall assist and advise the Chief Executives' Committee with respect to the following:
- (a) discussing and consulting on any cricket playing matters and formulate recommendations to the Chief Executives' Committee which relate to cricket playing matters, including the following:
- the laws of the game of cricket
  - Standard Playing Conditions
  - Playing conditions for all ICC events
  - Matters arising from the captains' meetings
  - Umpires and referees
  - Use of technology in the decision making process
  - Applications for Full Member status
  - Regulations relating to the process for bowlers reported with suspected illegal bowling actions; and
  - any other matters deemed relevant by the Chief Executives' Committee or ICC Board
- (together, the Committee's "**Areas of Activity**").
- 1.3 In the discharge of its remit and responsibilities in the Areas of Activity, the Committee shall have the authority to request from the ICC or any ICC member cricket federation (or any individual and/or third party as may be affiliated to or in any way connected with the ICC or any ICC member cricket federation) information in such form, whether verbal, written or otherwise recorded, as it may, in its absolute discretion, consider to be reasonably necessary for the proper discharge of its duties under these Terms of Reference.
- 1.4 In support of the Committee's activities, all ICC member cricket federations will (and to the extent that it is within their power, procure that such other individuals and third parties will) provide all such information and do all such things as are reasonably within their power to facilitate the discharge of the Committee's duties under these Terms of Reference.
- 1.5 The Committee shall have no autonomous decision-making powers and shall act as an advisory committee to the Chief Executives' Committee.

1.6 Once the Committee has established the policies and practices to be implemented under paragraph 1.2 above, and the ICC Board has approved such policies and practices, the ICC management shall undertake the operational responsibilities and activities necessary to implement such policies and practices.

## 2. MEMBERSHIP

2.1 The membership of the Committee shall consist of the following:

- (a) a Chairperson; and
- (b) twelve additional Committee members consisting of the following:
  - (i) Two former players preferably with a current link to the game, appointed by the ICC Board;
  - (ii) Two representatives of current international players appointed by the Full Member team captains in accordance with the procedure set out in paragraph 2.3 below;
  - (iii) One current national team coach appointed by the Full Member national team coaches in accordance with the procedure set out in paragraph 2.4 below;
  - (iv) One representative of the Member boards appointed by the Chief Executives' Committee. It is recommended that the appointee be a current chief executive of a Full Member country preferably with international playing experience;
  - (v) One current ICC Elite Panel Umpire to be appointed by the Chief Executives' Committee;
  - (vi) The ICC Chief Referee to be appointed by the Chief Executives' Committee;
  - (vii) One representative of the Associate Members appointed by the Associate Members Meeting and being a current player from one of the Associate Members with ODI status;
  - (viii) One representative proposed by the Marylebone Cricket Club and appointed by the Chief Executives' Committee; and
  - (ix) One representative from the media with extensive commentating and broadcast experience appointed by the Chief Executives' Committee.

2.2 The Chairperson of the Committee shall be appointed by the ICC Board and shall be a former international cricketer with a minimum of thirty Test matches or who has captained his country and shall preferably have a current link with the game either as a coach or selector. The Chairperson shall serve a three year term and shall be eligible for re-election at the end of that term provided he has not served more than three consecutive terms. Unless otherwise approved by the ICC Chairperson, the Chairperson of the Committee shall not be a working journalist or commentator during his term of office.

2.3 The procedure for appointing the Committee members listed in paragraph 2.1(b)(ii) above shall be as follows:

2.3.1 The ICC Senior Cricket Operations Manager shall contact each Full Member Chief Executive Officer and request the e-mail contact details for their Test Team Captain. For the purposes of this paragraph 2.3, "**Test Team Captain**" means the captain appointed for the Full Member's most recent Test Match, or where such captain has been replaced since the last Test Match was played, the new captain of the Test team;

2.3.2 The ICC Senior Cricket Operations Manager shall contact each Test Team Captain directly by e-mail, using a dedicated and secure e-mail address which only he has access to, and request that they nominate, by e-mail to his dedicated and secure e-mail address, two representatives of current international players for appointment to the Committee, within a specified deadline. Only

- past and present male and female international cricketers shall be eligible for appointment to the Committee;
- 2.3.3 The ICC Senior Cricket Operations Manager shall collate all nominations received within the deadline and distribute this list to the Test Team Captains, again using the dedicated and secure e-mail address, with a request that each Test Team Captain vote for his top two nominees from the collated list, indicating which is his first and second choice nomination, within a specified deadline. All votes made by the Test Team Captains should be sent to the ICC Senior Cricket Operations Manager using his dedicated and secure e-mail address, who shall keep the details of each Test Team Captain's vote confidential;
- 2.3.4 The two nominees who receive the highest number of votes from the Test Team Captains shall become the appointed representatives for the purposes of paragraph 2.1(b)(ii). For the purposes of calculating the results of the vote, each first choice nomination shall equate to two votes, while each second choice nomination shall equate to one vote.
- 2.3.5 In the event of a tie for either the highest number of votes, or the second highest number of votes, the nominee with the highest number of first choice votes will be appointed to the Committee.
- 2.3.6 If, following the procedure set out in paragraph 2.3.5 above, a tie still remains, the individuals who are tied for the position shall both/all get appointed to the Committee, even if this results in more than 2 people being appointed to the Committee in this category.
- 2.3.7 The ICC's Internal Auditor shall independently verify the results of the voting process immediately following its conclusion.
- 2.3.8 At all times during the nomination and voting procedure set out above, the Test Team Captains shall make their decisions on their own behalf. They can, if they so wish, consult with anyone they wish to in going through this process, however, neither Members nor any player association nor any other third party shall interfere in any way with the Test Team Captain's decision-making under this paragraph 2.3 (although, for the avoidance of doubt, it shall be permitted for Members and player associations to discuss the matter with the Test Team Captains and/or lobby them in respect of a particular candidate). Consequently, all correspondence between each Test Team Captain and the ICC Senior Cricket Operations Manager shall be made using the dedicated and secure e-mail address, and shall be strictly between those two individuals. No third party should be involved in or copied in on such correspondence.
- 2.3.9 For the avoidance of doubt, in circumstances where a Test Team Captain fails to submit his nomination or vote within the specified deadline, he shall lose the right to participate in the election process. Further, Test Team Captains shall not be permitted to change their nomination and/or vote once it has been submitted or cast in any circumstances.
- 2.4 The procedure for appointing the Committee members listed in paragraph 2.1(b)(iii) above shall be as follows:
- 2.4.1 The ICC Senior Cricket Operations Manager shall contact each Full Member Chief Executive Officer and request the e-mail contact details for their Test Team Coach. For the purposes of this paragraph 2.4, "**Test Team Coach**" means the coach appointed for the Full Member's most recent Test Match, or where such coach has since been replaced since the last Test Match was played, the new coach of the Test team;
- 2.4.2 The ICC Senior Cricket Operations Manager shall contact each Test Team Coach directly by e-mail, using a dedicated and secure e-mail address which only he has access to, and request that they nominate, by e-mail to his dedicated and secure e-mail address, one current national team coach for appointment to the Committee, with a specified deadline;
- 2.4.3 The ICC Senior Cricket Operations Manager shall collate all nominations received within the deadline and distribute this list to the Test Team Coaches, again using the dedicated and secure

e-mail address, with a request that each Test Team Coach votes for his final nominee from the collated list, within a specified deadline. All votes made by the Test Team Coaches should be sent to the ICC Senior Cricket Operations Manager, using his dedicated and secure e-mail address, who shall keep the details of each Test Team Coach's vote confidential;

- 2.4.4 The nominee who receives the highest number of votes from the Test Team Coaches shall become the appointed representatives for the purposes of paragraph 2.1(b)(iii).
- 2.4.5 In the event of a tie in the votes for the nominee with the highest number of votes, the individuals who are tied for the position shall both/all get appointed to the Commission, even if this results in more than one person being appointed to the Committee.
- 2.4.6 The ICC's Internal Auditor shall independently verify the results of the voting process immediately following its conclusion.
- 2.4.7 At all times during the nomination and voting procedure set out above, the Test Team Coaches shall make their decisions on their own behalf. They can, if they so wish, consult with anyone they wish to in going through this process, however, neither Members nor any player association nor any other third party shall interfere in any way with the Test Team Coach's decision-making under this paragraph 2.4 (although, for the avoidance of doubt, it shall be permitted for Members and player associations to discuss the matter with the Test Team Coaches and/or lobby them in respect of a particular candidate). Consequently, all correspondence between each Test Team Coach and the ICC Senior Cricket Operations Manager shall be made using the dedicated and secure e-mail address, and shall be strictly between those two individuals. No third party shall be involved in or copied in on such correspondence.
- 2.4.8 For the avoidance of doubt, in circumstances where a Test Team Coach fails to submit his nomination or vote within the specified deadline, he shall lose the right to participate in the election process. Further, Test Team Coaches shall not be permitted to change their nomination and/or vote once it has been submitted or cast in any circumstances.
- 2.5 The appointment of each member of the Committee shall be ratified by the ICC Board. The ICC Board shall not have a right to intervene, step in, overrule or change the result of the election save in exceptional circumstances, including, without limitation, where the appointee is currently serving a suspension in cricket for corruption, doping or other similar matter, or where the appointment of that person might be contrary to the spirit of cricket or could bring the game into disrepute.
- 2.6 With the exception of the ICC Chief Referee (who shall remain on the Committee for as long as he remains appointed as the ICC Chief Referee), each member of the Committee shall serve an initial three-year term and shall be eligible for re-election or re-appointment: (a) at the end of that initial term for a further period of three years; and (b) at the end of that second term for a further period of up to three years (such period of appointment to be determined by the ICC Board, who shall have due regard to the need to retain relevant knowledge and experience on the Committee at all times). No Committee member shall serve more than three consecutive terms.
- 2.7 The ICC Chairperson and Chief Executive shall automatically be *ex-officio* members of the Committee.
- 2.8 For the avoidance of doubt, none of the members of the Committee will be entitled to appoint an alternate or proxy to act on their behalf.
- 2.9 Each Committee member and all *ex-officio* members of the Committee will undertake an induction process to ensure that they understand the role, responsibility and workings of the Committee and their duties to their fellow members of the Committee, the Chief Executives' Committee, the ICC Board and to the Council.
- 2.10 A Committee member will cease to be a member of the Committee in the following circumstances:
  - (a) such individual resigns his appointment by providing notice in writing to the Chairperson of the Committee;

- (b) where the ICC Board considers, in its absolute discretion and for whatever reason, that it is no longer appropriate for such individual to be a member of the Committee;
- (c) where he or she is convicted of a criminal offence in any jurisdiction (other than an offence which is, in the opinion of the ICC Board, a minor offence); or
- (d) the Committee member's term of appointment expires and he or she is not re-appointed by the appointing body; or
- (e) the status of the individual member changes such that he or she no longer represents the relevant stakeholder group or no longer meets the requirements of the position as set out in paragraph 2.1(b) above.

2.11 In the case of paragraphs 2.10(b) or (c) above, cessation of membership will take effect immediately upon written notice being provided to the individual concerned and the relevant individual will be replaced, pursuant to the criteria for appointment, as quickly as is reasonably practicable.

2.12 In addition to the above, the Committee may:

- (a) appoint a member of the ICC's management team, or any other appropriate person, to act as secretary to the Committee;
- (b) utilise such other members of the ICC's management team (or other stakeholders within the sport of cricket) to assist the Committee as may be appropriate from time to time; and/or
- (c) request other third party advisers to attend, present and speak at Committee meetings from time to time.

For the avoidance of any doubt, the individuals described in paragraphs 2.12 (a), (b) and (c) will not be regarded as members of the Committee and will not have any entitlement to vote.

### **3. MEETINGS**

3.1 Committee meetings will take place in person and at such venue and with such frequency as the Committee shall determine necessary, save that the Committee shall meet, in full, on not less than one occasion in any twelve month period. Where necessary and practicable, such meetings may also take place via telephone/video conference.

3.2 All Committee members shall be entitled to attend each Committee meeting and the quorum at any meeting will be a majority of Committee members entitled to vote at meetings. All members of the Committee (including its Chairperson) shall be treated as being present in person at a meeting where he/she is in continuous communication with the meeting either in person or by telephone/video conference. Such a member will be counted in the quorum of the meeting and shall be entitled to vote. A duly convened Committee meeting at which a quorum is present will be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

3.3 The agenda and conduct of such Committee meetings will be at the absolute discretion of its Chairperson (in consultation with the other Committee members) and the Committee secretary will circulate a meeting agenda and supporting documents to the Committee members and other attendees, as appropriate, a reasonable period in advance of each Committee meeting. Minutes of each meeting will be prepared by the Committee secretary as soon as reasonably practicable after each Committee meeting, circulated for comment and approved at the subsequent Committee meeting.

3.4 The Committee is a working committee and attempts should be made to reach a consensus, so that voting will not usually be required. However, on occasions where consensus cannot be reached, then the Committee will resolve such issues by voting. Each member of the Committee will have one vote. The following individuals only shall be entitled to vote:

- (a) the Chairperson of the Committee, who shall have both a casting vote and a deliberate vote; and

(b) the Committee members.

3.5 For the avoidance of doubt, all third party advisers, members of the ICC's staff or *ex officio* Committee members will have no right to vote.

3.6 Resolutions shall be passed by a simple majority vote of those present and entitled to vote at the meeting. In the event of a dissenting vote being recorded, then, to the extent that such dissent relates to any recommendations or report that are subsequently put to the Chief Executives' Committee, then such dissenting opinion(s) must be presented simultaneously to the Chief Executives' Committee for it to consider at the same time that the relevant recommendations and/or report are presented.

3.7 The Committee may agree separate procedural rules to regulate its business and meeting procedures provided that such rules shall not be in conflict with the memorandum and articles of association of ICC.

#### **4. REPORTING / PERFORMANCE OF DUTIES**

4.1 The Committee shall report to the Chief Executives' Committee on a regular basis as and when required by the Chief Executives' Committee or when the Committee considers it necessary to report on a specific matter in advance of the next scheduled reporting date.

4.2 All matters discussed, papers prepared and materials disclosed as part of the Committee's activities are strictly confidential and shall not be disclosed to any third party (other than members of the Chief Executives' Committee or directors of the ICC Board) without the consent of the Chairperson of the Committee unless it is required by law or such information is already within the public domain, such obligation remaining even after any relevant period of appointment has expired.

4.3 All information provided to the Committee shall, unless otherwise agreed with its Chairperson in advance, become and remain the property of ICC even after any relevant period of appointment has expired.

4.4 In performing their duties and functions described in these Terms of Reference, each Committee member will act in the best interests of the game of cricket, in accordance with their fiduciary duties and in accordance with their individual responsibilities under the ICC's Code of Ethics.

#### **5. GENERAL PROVISIONS**

5.1 The Committee may, with the approval of the ICC Chairperson or Chief Executive obtain such external third party professional advice (eg from experts, consultants, lawyers etc) as it deems reasonably necessary to assist in the proper performance of its duties and functions set out in these Terms of Reference. The ICC shall be fully responsible for any such costs and expenses properly incurred directly or indirectly by any such third party.

5.2 The members of the Committee shall be entitled to have all reasonable costs and expenses that they incur (or such other fees and allowances as may be determined by the ICC Board from time to time) reimbursed by the ICC.

5.3 The ICC hereby agrees to indemnify and keep indemnified each member of the Committee from and against all liabilities, obligations, losses, damages, suits and expenses which may be incurred by or asserted against the Committee member in such capacity, provided that such indemnity shall not extend to those liabilities, obligations, losses, damages, suits and expenses which have been incurred as a result of any negligence, fraud or wilful misconduct of the Committee member.

5.4 These Terms of Reference will be reviewed as and when required from time to time by the ICC Board (taking into account any comments, feedback and/or amendments suggested by the Committee itself) to ensure that they remain fit for purpose.

5.5 These Terms of Reference shall be governed by and construed in accordance with English law. If any dispute arises in relation to the interpretation or application of these Terms of Reference, then such dispute will be determined by the ICC Disputes Resolution Committee. For the avoidance of doubt, no disputes,

appeals, questions or interpretation or any other matter in relation to these Terms of Reference shall be submitted to any other process other than as set out in this paragraph 5.5.

- 5.6 These Terms of Reference are approved by the ICC Board on 16 November 2021 and will come into full force and effect immediately upon such approval. Any subsequent amendments to these Terms of Reference must be approved by the ICC Board.

**Approved by Board 16 November 2021**