

# LAWN TENNIS ASSOCIATION LIMITED

Company number 07459469  
(the “Company”)

Minutes of a meeting of the BOARD OF DIRECTORS of the Company (the “Board”) held on Wednesday 19 April 2023 at 9am by Teams video call

**Present** Lord Davies of Abersoch, Rachel Baillache, Sara Bennison, Sanjay Bhandari, Roy Colabawalla, Lesley Cundy, Richard Cutler, Anil Jhingan, Nigel Jordan, Scott Lloyd, Sandi Procter, Simon Steele and Sir David Tanner

**In attendance** Jon Hughes (item 3), Georgina Land-Wilkins, Olly Scadgell (item 3) and Pamela Woodman (Company Secretary)

## 1. Welcome and Declarations of Interest

Lord Davies welcomed everyone to the meeting.

In accordance with section 177 of the Companies Act 2006, each director present confirmed that they had no direct or indirect interest in any of the business to be transacted at the meeting (other than Sir David Tanner in relation to item 2.1). Otherwise, the declarations of interest were as previously recorded and directors were reminded to continue to declare any interest which may arise during the meeting at the appropriate time.

## 2. Corporate Governance

### 2.1 Appointment of Welfare and Safety Lead Director

The paper included in the Board pack was taken as read. Pamela Woodman explained that it was a requirement of The Code for Sports Governance (“SGC”) that the Company appoint a welfare and safety lead director. The Board noted that Sir David Tanner was the existing lead director in respect of safeguarding and anti-doping and that it was proposed that his remit be expanded so as to be the welfare and safety lead director. Sir David Tanner had confirmed that he would be willing to be the welfare and safety lead director. After discussion and, upon the recommendation of the Nomination Committee, the Board appointed Sir David Tanner as the welfare and safety lead director for the Company. Sir David Tanner did not participate in the vote on this item.

### 2.2 SGC Compliance Statement

[Jon Hughes and Olly Scadgell joined the meeting]

Pamela Woodman reminded the Board that the SGC had been updated in late 2021 and that the SGC requirements which related to the governing documentation of the Company had largely been incorporated in February 2022 through Project Themis.

Olly Scadgell informed the Board that all bodies which were funded by Sport England were being required to provide a submission to Sport England by the end of April 2023 confirming their full or partial compliance with the SGC. He noted that the deadline for compliance with the updated SGC was the end of December 2023.

Olly Scadgell reminded the Board that the Company had received a temporary exemption from Sport England which allowed there to be 13 rather than 12 directors on the Board until September 2024. He noted that this agreement allowed the Company to confirm full compliance with that requirement. Pamela Woodman noted that the Company would have a “Governance Action Plan” which would include compliance with the conditions attached to the exemption.

Jon Hughes noted that the SGC and the compliance exercise was not about all NGBs having a single governance approach but rather it was about having governance appropriate for the particular organisation’s structure and sport. He noted that this was not a standstill approach and would continue to evolve but, at the current time, the Company needed to provide Sport England with a snapshot of the position.

Jon Hughes explained that the approach being taken by Sport England divided the SGC requirements into three categories.

First of all, there were those requirements which had not changed in the updated SGC and in respect of which a “Statement of Continued Compliance” was required. Jon Hughes noted that the table at annex A to the Board paper set out the evidence which supported confirming compliance. He drew the Board’s attention to requirement 5.1 with regard to the Board, both individually and collectively, needing to demonstrate that they understood the key legal and regulatory obligations which affected the Board and the organisation.

Secondly, he noted that there were 7 requirements which were new or which had been amended in the updated SGC and in respect of which a “Factcheck Questionnaire” was to be returned, the draft of which was in the Board pack. Jon Hughes confirmed that compliance with these 7 requirements would be assessed by Sport England and that the good work already undertaken on sustainability and flowing down good governance to county and island associations was helpful evidence to show compliance with those requirements.

Thirdly, Jon Hughes explained that there were requirements related to the need to produce a diversity and inclusion action plan (“**DIAP**”) but that he was working with Sport England to demonstrate that the “LTA Inclusion Strategy” fulfilled this requirement. He noted that the DIAP requirement was going through a separate process later in the year. Olly Scadgell noted that Sport England had enlisted the support of an external organisation to work with NGBs on their DIAPs.

Anil Jhingan enquired about the process related to Board evaluation. Lord Davies confirmed that he had reviewed the individual questionnaires completed by directors, held individual meetings with all directors and had discussed Executive development and succession, provided some notes to Pamela Woodman and he would go through the overall review at the next Board meeting in May 2023.

In response to a question as to any possible vulnerabilities, Olly Scadgell confirmed that overall he was comfortable that the Company was compliant, particularly following Project Themis and the county and island association review (including the governance framework which was introduced), as well as work on sustainability and inclusion. He agreed that Sport England might want to follow up on the Company plans in the future to drive good governance down further. Jon Hughes added that Sport England might ask for some presentational changes to the “LTA Inclusion Strategy” if it were also to be treated as the DIAP.

Olly Scadgell explained that the submissions made by the Company would be considered by Sport England and likely lead to a dialogue between now and the end of 2023.

Sir David Tanner noted that significant improvements had been made in this area under Scott Lloyd's and Lord Davies' leadership. The Board agreed that, if being compared to other NGBs, it expected the Company to fare very well and thanked the team involved for all of their work in this area.

At the conclusion of discussions, the Board (i) noted the contents of the table and documents to which links were given in it (at annex A to the Board paper) which provided evidence of compliance; (ii) approved the signing and submission of the "Statement of Continued Compliance" in the terms set out at annex B to the Board paper; (iii) delegated authority to Scott Lloyd to approve any amendments to the "Factcheck Questionnaire" (set out at annex C to the Board paper, as well as the "Note Demonstrating Compliance with Requirement 4.1") and to approve the final version for submission to Sport England; and (iv) noted the separate process being undertaken for the SGC requirements relating to the DIAP.

**4. Any Other Business**

**4.2 Tickets for 2023 Events**

Scott Lloyd confirmed that a number of the LTA's major events were showing better sales, in terms of numbers of tickets sold, than for the equivalent period in 2022 and so he was delighted with progress. He also updated the Board on the tickets for The Championships which remained to be allocated by the LTA through the second round of the ballot and to international associations and accredited parties.

There being no further business the meeting closed.

Signed..... Date.....