

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 11 May 2022 at 8.30am at the National Tennis Centre, 100 Priory Lane, London SW15 5JQ

Present Lord Davies of Abersoch, Rachel Baillache, Sanjay Bhandari, Sara Bennison, Lesley Cundy, Craig Haworth, Anil Jhingan, Scott Lloyd, Sandi Procter, David Rawlinson, Roy Staniland, Simon Steele and Sir David Tanner (part)

In attendance Jack Baker (item 6.1), Jackie Freeman (minutes), David Humphrey (item 4), Olly Scadgell (items 4, 6.1 and 6.2), Vicky Williams (item 6.3) and Pamela Woodman (Company Secretary)

Minutes

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. 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. Minutes and Matters Arising

The minutes of the meetings of the Board held on 9th February 2022, 3rd March 2022 and 8th March 2022 were each approved as a correct record.

Matters Arising

There were no matters arising that had not been covered in the agenda.

3. CEO Executive Summary

Board members had received a comprehensive summary in the Board pack. This was taken as read and Scott Lloyd supplemented his summary with a verbal update on a variety of operational and other matters. The 2022 business dashboard provided in the Board pack was noted.

In particular, Scott Lloyd updated the Board in relation to the ban on Russian and Belarusian players competing in LTA events and in The Championships (Wimbledon). Scott Lloyd

highlighted that the ITF had suspended Russia and Belarus from its membership until further notice and included a ban on their teams competing.

4. Safeguarding

[Olly Scadgell and David Humphrey joined the meeting]

4.1 Safeguarding Report

The paper prepared by David Humphrey and included in the Board pack was taken as read. David Humphrey highlighted a number of points regarding existing cases, the requirement for level 2 coaches to be accredited in order to coach at an LTA registered venue going “live” later in 2022, the annual safeguarding conference, the upcoming Child Protection in Sport Unit annual review and refresher training for the Board.

4.2 Anti-Doping Update

A paper summarising the 2022 annual plan associated with the LTA anti-doping strategy and for the area of Integrity (anti-corruption and betting) was included in the Board pack. Sir David Tanner commented that the LTA is fully compliant with the UKAD assurance framework and that the LTA was aiming to go above and beyond the requirements. One suggestion was for some Board members to do an online course on anti-doping. Sir David Tanner talked about the ‘Whereabouts’ programme which currently applies to the top 100 singles players. He asked the LTA to consider investing in education and testing for the 14-18 year old player group.

[David Humphrey, Olly Scadgell and Sir David Tanner left the meeting]

5. Finance Update

5.1 Finance report

Board members had received a report from Simon Steele in the Board pack, covering finance, technology and legal, which was taken as read.

Lord Davies asked whether in view of the inflation and cost of living rises, any thought had been given to helping staff. Scott Lloyd agreed to take this away to consider and would discuss with Vicky Williams and put any proposals to the Remuneration Committee.

Simon Steele informed the Board that, following the LTA’s recent statement about the decision to ban Russian and Belarusian players from the LTA’s major events, the LTA’s cyber security arrangements have been reviewed again and discussed by the Audit Committee.

5.1.1 March Management Accounts

These were noted.

5.1.2 LTA Tennis Foundation Launch

Details of the launch and accompanying communications plan were included in the Board pack and noted.

5.2 Finance & Governance Report

The Board had received a draft of the 2021 Finance & Governance Report for the Company (i.e. Lawn Tennis Association Limited) and its group in the Board pack which had already been considered by the Audit Committee. It was noted that the acquisition of the long leasehold interest in Nottingham Tennis Centre had been added as a post balance sheet event. After due consideration, the Board approved the 2021 Finance & Governance Report, including the financial statements of the Company and its group. The Board then delegated authority to Lord Davies, Scott Lloyd and Simon Steele respectively to sign the report and financial statements on behalf of the Company where indicated.

5.2.1 Letter of Representation

A draft letter of representation from the directors of the Company to the auditors was provided in the Board pack. After due consideration, the Board approved the terms of the letter and that it may be signed and provided to the auditors.

5.3 Risk Register

The Board noted that the Audit Committee had reviewed the full risk register at its meeting on 1st April 2022 and that it had received the summary of the risk register set out in the Board pack. It was requested that anti-doping should be added to the register as the Board felt there could be a reputational risk if someone incurred 3 'whereabouts strikes'. However, it was confirmed that this was included within the risk register, albeit not included in the summary provided to the Board.

6. Key Business Areas

6.1 Sustainability Plan

[Jack Baker and Olly Scadgell joined the meeting]

Following work to develop the LTA group's approach to environmental sustainability, a draft version of the LTA's sustainability plan had been included in the Board pack and on which the LTA had sought advice from David Stubbs, an external consultant. Jack Baker gave a short presentation on how the plan had been developed and highlighted the key next steps. Olly Scadgell said that the plan is focussed on environmental sustainability, rather than on a full environmental, social and governance (ESG) plan. However, Rachel Baillache suggested that the LTA should reference and showcase the work it is doing that is part of the wider ESG remit. It was noted that the LTA's ambition is to reach net zero by 2030 and to be in line with that of the AELTC. Over time, it was noted that the sustainability plan will influence the facilities strategy and Olly Scadgell anticipated there being a Development Tennis Advisory Group ("DTAG") workstream on sustainability.

Lord Davies asked about the recycling of used tennis balls which he understood to be technically possible in light of an existing scheme in the United States. Olly Scadgell said that the LTA is looking at putting in place a scheme through which it could encourage re-use of tennis balls (and so deal with a potential barrier to participation) and having a commercial partner on board to support this.

Olly Scadgell thanked the Board for its feedback.

[Jack Baker left the meeting]

6.2 County Funding Model update

The paper included in the Board pack, which was taken as read, provided an update on progress with the county funding model since the last discussion at the March Board meeting. The Board indicated their approval in principle to the proposed initial three-year funding term from 2023 to 2025, with an annual rolling renewal thereafter. Once a discussion has taken place at the May Council meeting, Olly Scadgell will come back to the Board later this year for approval of a final proposed funding model in advance of it being implemented in January 2023. In response to a question from Rachel Baillache, Olly Scadgell confirmed that there will be monitoring tools in place as well as a set of targets and tangible metrics against which their activities will be measured.

[Olly Scadgell left the meeting]

6.3 Inclusion Strategy

[Vicky Williams joined the meeting]

The Board had received a paper in the Board pack, which was taken as read, outlining the progress made since the inclusion strategy was launched a year ago and Vicky Williams reported that 50% of actions were now complete. Vicky Williams said that discussions were ongoing and it is hoped to seek the Board's approval of an updated Transgender Policy by the end of this year.

Vicky Williams said that there is now a complaints handling process in place whereby all complaints that mention discrimination are logged, triaged and discussed at a case management meeting. In time, it is anticipated that she will be able to draw out emerging themes.

Vicky Williams said that diversity of staffing at major events will be considered as part of the review of major events.

[Vicky Williams left the meeting]

7. Deal Memos for approval

7.1 Davis Cup Hosting agreement

The deal memo included in the Board pack was taken as read. The Board noted that it was proposed that LTA Operations Limited would host the Davis Cup Finals Group Stages for a five year period from 2022 to 2026.

It was noted that the Company was not a party to the transaction. However, on the basis of the level of potential investment required over the term of the agreement, the approval of the Company was also required. After discussion (but subject to further due diligence being undertaken), the Board approved the proposed investment for hosting the Davis Cup Finals Group stages across a five year period from 2022-2026.

7.3 Sport England

Scott Lloyd noted that the LTA has received confirmation that its application for funding from Sport England was approved in its entirety – i.e., a total of £10.2m across the next 5 years, which is a circa 20% increase on a like for like annual basis (£2.6m vs £2.1m) compared to the previous funding cycle. The full deal memo was provided in the Board pack and was taken as read. The Board approved the entry into a funding agreement with Sport England (on the commercial terms set out in the deal memo).

8. Verbal updates from joint committees with AELTC

Updates were received.

9. Corporate Governance

9.1 Deputy President

Pamela Woodman provided a verbal update on the process for the appointment of the position of Deputy President. She noted that applications had been received from three candidates and that each of them would be invited to present at the forthcoming Council meeting before being interviewed by a sub-set of the Nomination Committee. The Nomination Committee would then consider the feedback from the interviews, as well as the other documentation and information provide to it, and make a formal recommendation to the Board for approval.

Pamela Woodman confirmed that the process for the appointment of DTAG Chairperson would begin once the next Deputy President has been appointed. It would be an open recruitment process and the current Chair has the opportunity to stand again, if he wishes.

She also confirmed that the process for the appointment of a new Council-Nominated Board Member would begin later in the year.

9.2 Amendments to the Rules (changes of names of Members)

Pamela Woodman explained that she had been notified of the change of name of three Members of the Company and that the Board's approval was required in order to update the LTA Rules to take account of these changes. The Board approved that schedule one of the LTA Rules should be updated to reflect the following as a result of name changes of Members:

50.	Other Member Organisation	Army Tennis Association (formerly known as Army Lawn Tennis Association)		1 (in total for the three combined organisations forming UK Armed Forces)
51.	Other Member Organisation	Royal Air Force Tennis Association (formerly known as RAF Tennis)		
52.	Other Member Organisation	Royal Navy Tennis Association (formerly known as Royal Navy		

		Lawn Tennis Association)		
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10. Reports for Noting

10.1 Health & Safety Report

The Health & Safety Report was noted.

10.2 Draft agenda for May Council meeting

The draft agenda was noted.

10.3 DTAG update

An update had been circulated with the Board papers and Roy Staniland drew the Board's attention to the upcoming LTA Awards ceremony which would be broadcast on YouTube and the LTA's channels on 19th May 2022. He noted that Councillors had recently taken part in a review of the effectiveness of Council and the findings and actions would be shared in detail with Council in October 2022.

10.4 International Report

The international report was noted.

10.5 Other LTA board and committee minutes

The draft minutes included in the Board pack were noted.

10.6 Minutes from AELTC sub-committees

Copies of the minutes from certain AELTC sub-committees were included in the Board pack and duly noted.

11. Any Other Business

As a result of the September Board meeting being held in Scotland, Scott Lloyd noted that the safeguarding training for the Board may need to be rescheduled and may be held virtually.

12. Closed session

Jackie Freeman, Simon Steele and Pamela Woodman left the meeting and Lord Davies held a closed session of the Board.

There being no further business the meeting closed.

Signed.....

Date.....

