

Private & Confidential

# 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 Tuesday 3 December at 8.30am at the National Tennis Centre, 100 Priory Lane, Roehampton, London SW15 5JQ**

**Present** Bridie Amos, Rachel Baillache, Sara Bennison, Sanjay Bhandari, Roy Colabawalla, Richard Cutler, Lord Davies of Abersoch, Anil Jhingan, Nigel Jordan, Scott Lloyd, Sandi Procter, Simon Steele and Sir David Tanner (on Teams)

**In attendance** Tom Gibbins (item 7.4), Dave Hardman (item 7.3), Jon Hughes (items 7.1 & 7.3), David Humphrey (items 6.1 & 6.2), Georgina Land-Wilkins (minutes), Abbie Lench (item 7.2), Olly Scadgell (items 6.1 & 6.2), Ben Wiseman (item 7.1), Vicky Williams (item 7.1) 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. 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

The minutes of the meetings of the Board held on 17 September 2024 and 5 November 2024 were each approved as a correct record, subject to an amendment to item 7.1 of the 17 September 2024 minutes to change ‘county resource toolkit’ to ‘venue support toolkit’.

## 3. Actions and Matters Arising

**Pickleball:** Scott Lloyd noted that the LTA had been given the opportunity to select a Great Britain team, comprising one man and one woman, for the Pickleball Slam at the Australian Open in January 2025.

Otherwise, all other matters arising were either complete or being carried forward in line with the timings indicated in the Board pack.

## 4. CEO Executive Summary

The 2024 business dashboard and 2025 priority tactics and dashboard had been included in the Board pack. Scott Lloyd noted that he had not included an executive summary on this occasion and therefore, he provided a verbal update as follows:

**Davis Cup / Billie Jean King Cup (“BJKC”):** Scott Lloyd noted that the relevant ITF committees advised there would continue to be format changes to the two competitions

with a view to trying to align them as far as possible in the future. Scott Lloyd noted the LTA's intention to apply to host a BJKC stage if and when required. He also noted that the location of the BJKC finals had not yet been decided but that the Davis Cup finals would be hosted in Italy. Scott Lloyd referenced that Great Britain had been drawn away to Japan in January 2025 and, if successful, would play Germany or Israel in September 2025.

**The Queen's Club Tournaments:** Scott Lloyd provided an update on the sales of tickets for the ATP event. He noted that tickets for the WTA event would go on sale in January 2025.

**Covered Courts:** Scott Lloyd confirmed that discussions were continuing with the government for funding of covered courts. He noted that a parliamentary drop-in session was taking place today for every MP whose constituency has a target location in it.

#### **4.1 Business Dashboard**

The Business Dashboard, which was included as part of the CEO Executive Summary in the Board pack, was noted.

#### **4.2 2025 Priority Tactics**

Scott Lloyd noted that the priority tactics set out in the Board pack were still in draft, they had been prepared as part of a robust process, that the executive team had worked through these over a number of months involving their teams in the development, and that there was a meeting with the leadership team the next day to work through enabling actions.

#### **4.3 Draft 2025 Business Dashboard**

It was noted that the version included in the Board pack was a draft and that it would continue to be worked up in January 2025. Scott Lloyd advised the Board that all metrics highlighted in yellow were new and that two thirds of the 2024 metrics would also be metrics in 2025, albeit with the targets updated. The Board discussed and provided feedback on the metrics.

### **5. Finance Matters**

#### **5.1 Finance Report**

The Board had received a report from Simon Steele in the Board pack covering finance, legal and LTA Tennis Foundation ("LTA TF"), which was taken as read.

#### **5.2 LTA Management Accounts – October 2024**

These had been included in the Board pack and were taken as read.

#### **5.3 Risk Register**

The paper included in the Board pack was taken as read. Simon Steele confirmed that the risk register had been updated to ensure it was aligned to the 2024-26 strategy and cycle.

#### **5.4 2025 Budget**

The 2025 budget paper which was included in the Board pack was taken as read. Simon Steele highlighted the revised surplus projections for 2025 from AELTC.

Further to these discussions, the Board approved the budget as set out in the paper in the Board pack.

## **6. Safeguarding**

*[David Humphrey and Olly Scadgell joined the meeting]*

### **6.1 Safeguarding Report**

The paper included in the Board pack was taken as read and David Humphrey highlighted a few matters

### **6.2 Anti-Doping & Anti-Corruption Interim Report**

The paper included in the Board pack was taken as read and it was noted that the end-of-year report was ordinarily provided in April/May in order to align with UK Anti-Doping Limited's testing year. Sir David Tanner suggested that Richard Nunn be invited to attend the Board meeting May 2025 to provide a full update. The Board discussed some recent high-profile anti-doping cases in the tennis world.

*[David Humphrey and Olly Scadgell left the meeting]*

## **7. Key Business Areas**

### **7.1 LTA Transgender and Non-Binary Individuals Policy**

*[Vicky Williams, Ben Wiseman and Jon Hughes joined the meeting]*

The paper included in the Board pack was taken as read.

Vicky Williams noted that the plan was to announce the new policy on 11 December 2024. She explained that she had discussed the guidance in advance with a few Councillors (whose input had been extremely helpful), particularly in the context of ensuring that the venue guidance and official guidance was helpful and appropriate.

Jon Hughes explained that the FAQs would be a "living" document and would be kept under review and updated from time to time as any further questions arose. He requested that feedback be provided on an ongoing basis and not be limited to when the topic was brought for consideration by the Board.

A number of suggestions were made which included that guidance be given to clubs in relation to having appropriate signage on toilets and that they be signposted to the templates on the venue support toolkit, and that it might be helpful to make more mention of the World Tennis Number, safety and female-only spaces in the guidance.

The Board was advised that colleagues would be briefed on the policy on 11 December 2024, prior to the Council meeting when Councillors would be briefed.

Following detailed discussion, the Board approved the LTA transgender and non-binary individuals policy in the form of the draft attached to the paper in the Board pack, and noted the other drafts.

*[Vicky Williams, Ben Wiseman and Jon Hughes left the meeting]*

### **7.2 County Association Governance, Funding and Partnerships**

*[Abbie Lench joined the meeting]*

Abbie Lench gave a presentation on county association governance, funding and partnerships, including a summary of the progress made over the last 5 years.

*[Abbie Lench left the meeting]*

### **7.3 Disability tennis**

*[Dave Hardman and Jon Hughes joined the meeting]*

Dave Hardman gave a presentation on the disability plan, which had been identified as an action through the development of the inclusion strategy, and highlighted the work undertaken so far and the objectives for 2025. Jon Hughes noted that a longer version of the presentation had been given to the Inclusion and Diversity Advisory Group (“IDAG”) earlier in 2024 to demonstrate the breadth of work being done to support disabled players and noted that the disability plan should also be seen in the context of the broader, updated equality, diversity and inclusion plan which would be published early in 2025.

It was agreed that Board members should be invited to the wheelchair tournaments at the National Tennis Centre and that they should be provided with details of when and where events are being held in 2025 across the country.

Dave Hardman agreed to share the Adam Hills para-standing tennis documentary video with Board members.

*[Dave Hardman and Jon Hughes left the meeting]*

### **7.4 LTA TF update**

*[Tom Gibbons joined the meeting]*

Tom Gibbons presented to the Board on the progress and achievements of LTA TF in 2024.

The Board agreed to consider and provide ideas of any individuals or corporates who/which might be able to help, become involved and/or donate.

*[Tom Gibbons left the meeting]*

## **8. Deal Memo**

The deal memo included in the Board pack was taken as read.

## **9. Reports for Noting**

### **9.1 Business Update**

The paper included in the Board pack was noted, including the “Tennisables” campaign evaluation report for 2024.

### **9.2 Inclusion Update**

The paper included in the Board pack was noted.

### **9.3 DTAG Update**

The paper included in the Board pack was noted. Nigel Jordan confirmed he would provide an update for the January 2025 Board call in relation to progress against and achievement of the 2024 objectives. Nigel Jordan explained that padel had been integrated into the other proposed workstreams, rather than it being a separate workstream.

The Board approved the DTAG workstream topics for 2025 and the appointment of the DTAG workstream leads and LTA business leads for each.

#### **9.4 International Report**

The paper included in the Board pack was noted.

Roy Colabawalla noted that the annual general meeting of the International Tennis Federation (“ITF”) was going to take place in Saudi Arabia in 2025.

It was noted the ITF Global Tennis Report had been published and Great Britain was at the top of the table in terms of the percentage of the population playing tennis.

#### **9.5 Draft Agenda for December Council Meeting**

The agenda included in the Board pack was noted.

#### **9.6 Health & Safety Report**

The report included in the Board pack was noted.

### **10. Verbal Updates from Board Standing Committees**

#### **10.1 Remuneration Committee**

Sara Bennison noted that, at its last meeting, the Remuneration Committee had discussed the objectives for 2025, a salary increase for colleagues (with the relevant percentage yet to be finalised), and the potential for paying a fee to directors.

#### **10.2 Audit Committee**

Rachel Baillache noted that any Audit Committee matters had been covered during the Board meeting and therefore it was not necessary to highlight anything specific at this time.

#### **10.3 Nomination Committee**

Lord Davies updated the Board on the recruitment process for his successor to the role of chair of the Company stating that Sir David Tanner was leading the process with Spencer Stuart engaged to support the search. Lord Davies indicated that the intention was to hold interviews in February 2025.

### **11. Minutes for Noting**

The Board noted the minutes of the meetings of the Council on 23 May 2024, the board of LTA Tennis Foundation on 10 July 2024, the Audit Committee on 21 March 2024, 25 September 2024 and 31 October 2024, and the draft minutes of the joint finance committee meeting on 8 October 2023[sic], all of which had been included in the Board pack.

### **12. Corporate Governance**

#### **12.1 Policies**

##### **12.1.1 Privacy Policy and Cookies Policy**

The paper included in the Board pack was taken as read. The Board approved the updated privacy policy (as set out in appendix 1 to the paper) and the updated cookies policy (as set out in appendix 2 to the paper), each with effect from 1 January 2025.

#### **12.1.2 Modern Slavery Policy and Statement**

The paper included in the Board pack was taken as read. The Board approved the modern slavery and human trafficking statement (as set out in appendix A to the paper), delegated authority to any director to sign that statement, and approved the modern slavery and human trafficking policy (as set out in appendix B to the paper).

#### **12.1.3 Anti-Bribery Policy**

The paper included in the Board pack was taken as read. The Board approved, with effect from 1 January 2025, the anti-bribery policy (as set out in appendix 1 to the paper).

#### **12.1.4 UK Competition Law Compliance Policy**

The paper included in the Board pack was taken as read. The Board approved the UK competition law compliance policy (as set out in appendix 1 to the paper), with effect from 1 January 2025.

### **12.2 Investment Policy Statement**

The paper included in the Board pack was taken as read. The Board approved the updated investment policy statement.

### **12.3 Recommendation from Nomination Committee – Appointment of Independent Councillors**

Upon the recommendation of the Nomination Committee, the Board approved the appointment of Katharine Maurici and Ola Obaro as Independent Councillors, effective from 1 January 2025, and approved (in principle) the appointment of Nick Fuller as an Independent Councillor, effective from 1 January 2025, subject to satisfactory vetting and media checks being completed.

### **12.4 Withdrawals from and Applications for Membership in Lawn Tennis Association Limited**

Pamela Woodman reminded the Board that it was not possible to transfer a membership interest in the Company and noted that six completed applications had been received to withdraw the existing member organisation from membership of the Company and for a new incorporated entity which had taken over the entire assets, business and undertaking of that existing member to be admitted to membership of the Company.

The Board noted the withdrawal from membership of Bedfordshire LTA, Buckinghamshire LTA, Cheshire LTA, Cumbria Lawn Tennis Association, Devon Lawn Tennis Association, Sussex Lawn Tennis Association, and approved that Bedfordshire Tennis Limited, Bucks County Tennis, Cheshire County Lawn Tennis Association Ltd, Cumbria Tennis, Devon Tennis Ltd and Tennis Sussex Ltd become members of the Company, each with the right to nominate one “Voting Council Member”, with effect from 1 January 2025 (subject to the novation of the existing funding agreement having been signed by that date).

In addition, with regard to the anticipated applications noted in the Board paper and mentioned by Pamela Woodman during the meeting (having been intimated after the Board pack was circulated), the Board approved, in principle, that Derbyshire Tennis Limited, Middlesex Tennis, Warwickshire Tennis Limited and Wiltshire Tennis respectively become members of the Company and delegated authority to the Company Secretary to grant approval (on behalf of the Board) if / when the Company Secretary received the appropriate paperwork / evidence to meet the requirements of article 33.3 in terms satisfactory to the Company Secretary (acting reasonably) and subject also to the relevant funding agreement being novated. In addition, the Board approved that, if such entities were to be approved as members, then upon being so approved each such entity would then also become entitled to nominate one "Voting Council Member".

The Board authorised the Company Secretary to make the necessary amendments to Schedule One to the LTA Rules to reflect such withdrawals from membership and admission as members if / when applicable, and authorised any one director and the Company Secretary to sign and issue a membership certificate to each new member as had been approved by the Board or as may be approved under the delegated authority noted above.

#### **12.5 LTA Rules**

The paper included in the Board pack was taken as read. The Board approved, with effect from 1 January 2025, the LTA Rules (as set out in appendix 1 to the paper), such approval in respect of the amendments to Part D of the LTA Rules only – namely to clauses 22.1(g), 25.1, 25.3, 28.1 and 30.10 – being subject to Council also approving those amendments.

It was agreed that a project would be undertaken to review the membership of the Company in 2025.

#### **12.6 LTA Competition Regulations**

The paper included in the Board pack was taken as read. The Board approved, with effect from 1 January 2025, the updated LTA Competition Regulations (as set out in appendix 3 to the paper).

#### **12.7 LTA Disciplinary Code and LTA Code of Conduct**

The paper included in the Board pack was taken as read. The Board approved, with effect from 1 January 2025, the updated LTA Disciplinary Code (as set out in appendix 1 to the paper).

The Board delegated authority to the LTA Disciplinary Officer to make any changes necessary to the LTA Code of Conduct and any other regulatory documents in order to reflect the current LTA mission.

#### **12.8 County and Island Association Governance Framework**

The paper included in the Board pack was taken as read. The Board approved, with effect from 1 January 2025, the updated County and Island Association Governance Framework (as set out in appendix 1 to the paper).

### **13. Any Other Business**

The Remuneration Committee had recently carried out a thorough review of the expenses policy.

**14. Closed session**

Georgina Land-Wilkins, Scott Lloyd, 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.....