

LTA OPERATIONS LIMITED

Company number 07475460
(the “Company”)

Minutes of a meeting of the BOARD OF DIRECTORS of the Company (the “Board”) held on Thursday 18 July 2019 at 8.30 am in the Boardroom at The National Tennis Centre, 100 Priory Lane, Roehampton, London, SW15 5JQ

Present

Lord Davies of Abersoch, Rachel Baillache, Craig Haworth, Clare Hollingsworth, Scott Lloyd, Sandi Procter, David Rawlinson, Simon Steele and Sir David Tanner

Not present/Apologies

Martin Corrie, Sara Bennison

In attendance

David Humphrey (item 5), Oliver Scadgell (item 5), Julie Porter (item 6), [strategy consultant] (item 6.1), Chris Pollard (item 6.2), Merlin Van De Braam (item 6.3), Jackie Freeman (minutes), Roy Staniland (observer) and Pamela Woodman (Head of Legal)

Minutes

1. Welcome and Declarations of Interest

Lord Davies welcomed everyone to the meeting. Apologies were received from Sara Bennison.

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 Board members 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 meeting of the Board held on 8 May 2019 and the meetings of the Board by conference calls held on 23 May 2019 and 12 June 2019 were each approved as a correct record.

Item 2.2 LTA/AELTC topics to be discussed further during the second half of the year

This would be discussed by Board at a later date.

3. CEO Executive Summary

Board members had received a comprehensive summary in the Board pack. This was taken as read and Scott Lloyd provided the following updates.

- **Venues:** Following the results of the club ‘health check’ (71%), the team would look at ways to package up its expertise in the form of a support toolkit which would help clubs drive membership. Venues would also be provided with a preferred list of operators that could help support.

- **Players:** Scott Lloyd explained that average attendances at the Nature Valley Big Weekends were lower, but with a significantly greater number of events, due to the fact the programme no longer takes place just on specific dates but was now a rolling programme all year round.

Scott Lloyd informed the Board that next year there would be a Tie Break Tens U14 and U16 competition.

- **Fans:** The CRM strategy had seen 154 different campaigns resulting in a significant growth in social media stats.
- **Performance:** There were currently 40 Local Performance Development Centres (“LPDCs”) and 11 Regional Performance Development Centres (“RPDCs”) with the recent addition of Leeds Active and efforts were ongoing to try and address areas of geographical weakness by finding appropriate centres to add to the network of RPDCs.
- **Major Events:** Board members were encouraged to attend the British Open Wheelchair Tennis Championships taking place in Nottingham between 23-28 July 2019. Lord Davies asked for a competitions calendar of the LTA’s major events for 2020 to be circulated at the end of the year. The Board would consider whether it would be appropriate to allocate responsibility for attending certain events to specific members of the Board.

The Board expressed disappointment over the lack of a domestic TV broadcaster for the Davis Cup finals in Madrid. The LTA was considering making an offer to broadcast it on its own channels.

- **Facility Investment:** Out of the 12 target areas in Scotland, there were currently 8 Transforming Scottish Indoor Tennis (“TSIT”) projects that had gone through Stage 1 approvals with up to £4m of investment identified.

11 expressions of interest had been received from the target areas that were announced for new model Community Indoor Tennis Centres (“CITCs”).

Gate access: The LTA would be running a tender process for different kinds of gate access systems and would try, through economies of scale, to keep costs down for the operators.

Governance and Finance Assurance review: A copy of the letter received from Sport England was included in the Board pack and was noted by the Board.

4. Finance

Board members had received a report from Simon Steele in the Board pack, which was taken as read. Simon Steele said that he would bring back to the September Board a list of activities whereby the LTA would like to go further, faster on current agreed initiatives.

4.1 Business Dashboard

The metric for Tennis for Kids was red and, although there was an action plan and marketing campaign to help try and improve the numbers, Scott Lloyd flagged that the target of 50,000 children taking part was likely to be missed. A full review would take place at the end of the year.

4.2 Ratification of approval of financial statements and letter of representation

The draft annual report and financial statements of the Company, together with the draft letter of representation to PricewaterhouseCoopers, had been circulated by email on 20 June 2019 and approved. The Board ratified this approval.

5. Safeguarding Report

[Olly Scadgell and David Humphrey joined the meeting]

The report prepared by David Humphrey was noted. He also gave an update on the following:

Sport England safeguarding awareness project: A number of focus groups have taken place and a project group had now been set up to develop the content.

Coaching standards: There were 454 venues and 491 coaches who were Level 3 or above that were not accredited. The team was working to ensure that these venues become compliant as soon as possible. A plan to accredit Levels 1 and 2 coaches was being developed. The proposal was for Level 2 coaches to be accredited and Level 1 coaches to have safeguarding training and DBS checks where relevant.

Safeguarding Audits: 477 audits had taken place so far. Any venue that had a concern identified would have a re-audit and every venue that was noted as 'needs improvement' would be revisited. Unannounced visits would also take place.

Wrexham: A progress report on the recommendations for action by the LTA arising from the Wrexham inquiry was included in the Board pack. Clare Hollingsworth noted that the independent inquiry panel might have expected the LTA proactively to contact all the children who were coached at Wrexham during 2012-17. However, David Humphrey noted that this involved 200-300 individuals and that the LTA did not have contact details for all of them. Therefore, a practical approach had been taken by making it publicly known that there was support available to anyone who should need it. Those known to be directly affected by events at Wrexham had been contacted by the Safeguarding team.

It was noted that the Tennis Wales Safeguarding Welfare Officer had been appointed.

Child Protection in Sport Unit ("CPSU") audit: Lord Davies thanked David Humphrey and his team for achieving the top rating in the CPSU audit.

6. Key business areas

6.1 Partnership strategy

[Julie Porter and [a strategy consultant] joined the meeting]

A specialist brand and sports strategy consultancy, gave the Board a presentation on a new brand partner and commercial strategy. Julie Porter's paper in the Board pack outlined how the strategy would be delivered and the additional investment required.

Sandi Procter asked if the concept could assist counties with securing sponsorship. Scott Lloyd thought that this could be considered as part of a wider review of the structure of county funding.

After discussion, the Board approved additional investment.

Board members were asked to share information on any potentially attractive brand or media partners, particularly those with whom they had contacts.

[The strategy consultant left the meeting]

6.2 Digital Participation Pathway - Rally

[Chris Pollard joined the meeting]

Chris Pollard, Head of Strategy & Innovation, gave an update on the digital programme. The first phase of the work concluded on 1 July 2019 with the pilot launch of the LTA Rally 'app' that delivers a consumer user experience on mobile, tablet and desktop for finding, booking and paying for tennis courts. The pilot was currently being carried out in Manchester at around 40 parks and clubs. Pilots were also to be launched in 3 other locations: Leeds, Portsmouth and Richmond and, once feedback had been received from users and venues, a national roll-out plan would be finalised.

[Chris Pollard left the meeting]

6.3 Coach education and engagement

[Merlin Van De Braam joined the meeting]

Merlin Van De Braam presented the Coach Education strategy along with a summary of the current challenges following the independent review of coach education and support that had been conducted for the first time since outsourcing had begun over a decade ago.

Scott Lloyd flagged that this was an area that would probably require further funding allocation. The Board gave their support to the proposals and Lord Davies asked for an update on progress at subsequent Board meetings.

[Merlin Van De Braam and Julie Porter left the meeting]

7. Other Business

7.1 Tennis Foundation – appointment of new trustees

The Board noted the paper included in the Board pack. After due consideration and subject to the board of directors of Lawn Tennis Association Limited also approving the appointments, the Board approved the appointment of Tim Lawler, Cynthia Muller, Hitesh Patel and Alex Pitt as trustees of The Tennis Foundation. All candidates, except for Cynthia Muller, would be appointed for an initial term of appointment of 3 years with effect from 18 July 2019. Cynthia Muller, as a current trustee of The Tennis Foundation, would be reappointed from 1 September 2019 for a second term of 3 years.

7.2 Appointment of Company Secretary

The Board approved the appointment of Pamela Woodman as the Company Secretary of the Company and authorised that the necessary filings be made with Companies House on behalf of the Company.

8. Business update

The Business update provided in the Board pack was noted.

Scott Lloyd gave an update on the NTC refurbishment.

Agenda items for next meeting (25 September 2019):

- Technology Investment
- Venue Registration and Membership
- Junior Programme

Lord Davies asked for an item on County funding to be on a future agenda.

There being no further business, the meeting closed at 1.15 pm, followed by a Closed Session.

Signed

Date

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 Thursday 18 July 2019 at 8.30am in the Boardroom at The National Tennis Centre, 100 Priory Lane, Roehampton, London, SW15 5JQ

Present

Lord Davies of Abersoch, Rachel Baillache, Craig Haworth, Clare Hollingsworth, Scott Lloyd, Sandi Procter, David Rawlinson, Simon Steele and Sir David Tanner

Not present/Apologies

Martin Corrie, Sara Bennison

In attendance

Jackie Freeman (minutes), Roy Staniland (observer) and Pamela Woodman (Company Secretary)

Minutes

1. Welcome and Declarations of Interest

Lord Davies welcomed everyone to the meeting. Apologies were received from Sara Bennison.

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 Board members were reminded to continue to declare any interest which may arise during the meeting at the appropriate time.

Lord Davies referenced recent articles by a sports journalist who sought to draw a negative inference from Scott Lloyd holding positions with the Company and David Lloyd Leisure and who suggested that this constituted a conflict of interest. It was noted that the Companies Act made specific provision for dealing with and managing actual and potential conflicts of interest. Lord Davies noted that the matter of Scott’s involvement with David Lloyd Leisure was mentioned and discussed during the interview process and it was agreed that any potential conflict of interest would be managed in the normal way in accordance with Companies Act requirements. Lord Davies noted that there were significant benefits to the governing body of tennis by appointing a chief executive with substantial experience, and a limited ongoing involvement, in tennis in the commercial sector. Clare Hollingsworth confirmed that Scott Lloyd’s appointment was supported by the interview panel at the time. Lord Davies, on behalf of the Board, re-iterated the Board’s full support for Scott Lloyd.

2. Minutes and Matters Arising

The minutes of the meeting of the Board held on 8 May 2019 were approved as a correct record and it was noted that there were no outstanding matters arising.

3. CEO Executive Summary

Board members had received a comprehensive summary in the Board pack. The executive summary was taken as read and Scott Lloyd supplemented his summary with a verbal update on a variety of operational and other matters. Of particular note for the Company was the independent governance and finance assurance review to be conducted by BDO on behalf of Sport England. A copy of the letter received from Sport England was included in the Board pack and noted by the Board.

4. Finance Report

Board members had received a report from Simon Steele in the Board pack, which was taken as read. Simon Steele said that he would bring back to the September Board a list of activities whereby the LTA would like to go further, faster on current agreed initiatives.

5. The Tennis Foundation – appointment of new trustees

The Board noted the paper included in the Board pack. The Board had received a recommendation from the Board Nominations Committee that the 4 proposed candidates be appointed. After due consideration and subject to the board of directors of LTA Operations Limited also approving the appointments, the Board approved the appointment of Tim Lawler, Cynthia Muller, Hitesh Patel and Alex Pitt as trustees of The Tennis Foundation. All candidates, except for Cynthia Muller, would be appointed for an initial term of appointment of 3 years with effect from 18 July 2019. Cynthia Muller, as a current trustee of The Tennis Foundation, would be reappointed from 1 September 2019 for a second term of 3 years.

6. Disciplinary Panel – appointment of new members

The Board noted the paper included in the Board pack. Having received the recommendation from the Council Nominations Committee and after due consideration, the Board approved the appointment to the Disciplinary Panel of the 7 following candidates, each for an initial term of appointment of 3 years with effect from 18 July 2019:

Jeremy Phillips, QC
Dr Gary O'Driscoll
Celia Edwards
Gareth Graham
Stuart Tennant
Kwadjo Adjepong
Paula Carter

7. Verbal Updates for Noting

David Rawlinson reported that the Council Nominations Committee recommended at its meeting on 17 July 2019 that only 2 years' service should be required to stand as a

Council elected Board member. This change would be considered at the next Council meeting.

Pamela Woodman said that a full review of the Articles, Rules and Standing Orders would be conducted in due course but, in the meantime, they would be updated to take account of the Council Nominations Committee recommendation, changes to the status of the Tennis Foundation and the acquisition of Padel and be put forward for approval.

David Rawlinson reported that the Council Nominations Committee also discussed whether the term for Council elected Board members should be 2, 3 or 4 years in order to ensure an overlap between existing and new Council elected Board members. However, Pamela Woodman advised that this decision did not need to be taken now but could be reviewed once the committee had sight of who would be standing given the candidates may also have term restrictions.

Decisions on who should sit on the Committee of Management and AELTC Sub-Committees would be taken later in the year.

Roy Staniland reported on the Tennis Development Committee (“TDC”) meeting. The County guide had been well received and the proposal for venue registration was being considered. Positive feedback had been received from those attending the LTA Awards, although it was felt that more could be done to use the award nominees and winners post the event. Communication of the competitions review was also appreciated. Scott Lloyd added that 80,000 people received the communication, and only 18 calls and 22 emails of concern had been received so far.

8. Health & Safety Report

The Health & Safety report provided in the Board pack was noted.

9. International Report

The International Report provided in the Board pack was noted.

10. Committee Reports

The minutes of meetings of The LTA Trust (21/5/19), the Investment Advisory Group (30/4/19) and the Tennis Development Committee (25/4/19) were made available on BoardPack and were noted.

There being no further business, the meeting was closed.

SignedLord Davies.....

Date 4 September 2019