

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 14th September 2022 at 8.30am at Voco Grand Central Hotel, Glasgow

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

Apologies Anil Jhingan

In attendance Michael Bourne, Jackie Freeman (Minutes), Chris Pollard, Julie Porter, Olly Scadgell, Vicky Williams and Pamela Woodman (Company Secretary)

Minutes

1. Welcome and Declarations of Interest

Lord Davies welcomed everyone to the meeting and noted that apologies had been received from Anil Jhingan.

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 Roy Staniland in respect of the agenda item regarding recruitment of the DTAG Chairperson from 1 January 2023). 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 26th April 2022, 11th May 2022, 22nd June 2022 and 20th July 2022 were approved as a correct record.

3. Matters Arising

Pamela Woodman noted that she had received confirmation that the LTA’s directors’ and officers’ liability insurance would cover directors of the Board when they were nominated by the LTA as an LTA representative on a board or committee which is not an LTA group company.

Scott Lloyd confirmed that the review of the LTA’s transgender policy was continuing. Vicky Williams added that input would be sought from the Inclusion and Diversity Advisory Group in the process to be used to develop the draft policy and that no one option will be acceptable to everyone in the tennis community.

4. CEO Executive Summary

A comprehensive summary had been included in the Board pack, which was taken as read, and Scott Lloyd supplemented his report with various verbal updates.

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. The following matters were highlighted:

- **Finance:** Simon Steele drew the Board's attention to the latest EBITDA figure.
- **Legal:** Pamela Woodman, who is a member of the ITF Constitutional Committee, gave a verbal update on the ITF's review of its constitution.
- **Technology:** Simon Steele said that the report on the review of the Odyssey programme had been received and the Executive team was developing an action plan to deliver the recommendations contained in the report.

5.2 Management Accounts

These were noted.

5.3 LTA Tennis Foundation Update

A report from the last Board meeting was contained in the Board pack and noted.

5.4 Budget and financial planning

Simon Steele had provided a paper in the Board pack outlining an updated view on the 2022 financial position, a draft budget for 2023 for discussion and an initial high-level financial view of 2024 and 2025 for discussion. The paper contained a table detailing some of the challenges that the LTA group expected to be facing in 2023 and beyond.

Simon Steele would continue to work on the budget for 2023 and would present an updated version at the December meeting of the Board for its approval.

6. Safeguarding

The Safeguarding report was taken as read. The Safeguarding team has completed 216 support visits which is a significant increase compared to the same period last year and includes both National Academies, 5 Regional Performance Development Centres ("RPDCs") and 4 county associations. Olly Scadgell confirmed that the plan to make it mandatory for level 2 coaches in LTA registered venues being LTA accredited was still being progressed. He also noted that online safeguarding training was being made available to management committees, as well as welfare officers.

7. Key Business Areas for Discussion

7.1 Parks Strategy Update

The paper which was included in the Board pack was taken as read. It gave an update on the investment delivery plan for the parks project. Julie Porter confirmed that the funding agreement between DCMS and LTA Tennis Foundation had been signed and noted that the proposed governance structure had changed from that previously indicated to the Board. She confirmed that the updated governance structure was included in annex A to the paper and that the LTA Tennis Foundation representative was likely to be its chair, Tim Lawler.

Julie Porter informed the Board that the award of the (separate) gates framework was imminent. Scott Lloyd acknowledged the volume and pressure of work and said it will continue to be a standing item on the agenda.

7.2 Inclusion and Diversity Update

Vicky William's paper in the Board pack provided an update on the progress since the Board meeting in May 2022 and highlighted that, as at the end of August 2022, 54% of the actions had now been completed or embedded.

7.2.1 Draft Annual Report on Inclusion Strategy

A preliminary draft of the annual report on the LTA's inclusion strategy was included in the Board pack which had still to be reviewed by Rachel Baillache and the Inclusion and Diversity Advisory Group before finalisation and publication. Vicky Williams agreed to consider adding further case studies to demonstrate some of the work being carried out by counties and county volunteers, e.g. Norfolk, Northumberland. It was also agreed that the data should sit at the back of the report and the report should also reference 'ethnicity' as it was important to be transparent as to where the LTA is on the subject. Sir David Tanner added that it was important to ensure that appropriate language was used to refer to disabled people.

Rachel Baillache thanked Vicky Williams and her team for the work they have done to prepare the annual report.

7.3 International Tennis Strategic Considerations

Chris Pollard's paper highlighting some of the changes taking place in global tennis was included in the Board pack and the following points were highlighted in particular:

ATP One Vision, including ATP Category Protection and Media Rights Aggregation

The Board approved the category protection deal as outlined in the paper which would give the Company the ability to protect the level of its 500 tournament (i.e. at The Queen's Club) from 2023 to 2037 in return for an increase in annual tour fees.

Scott Lloyd noted that Anil Jhingan (drawing on his media rights experience) had some comments on the ATP250 and ATP500 media rights aggregation proposal and it was noted that pooling of rights had been something which a number of the sanction-holders of ATP250 and ATP500 sanctions had been requesting for some time. Subject to Anil's

comments, the Board agreed to approve the aggregation of the ATP250 and ATP500 media rights on the terms set out in the paper on the basis that it was considered to be in the Company's long-term interests to do so (and that it would not be in the Company's interests to be the only or one of only a few ATP250 / ATP500 sanction-holders who were not part of the pooling).

The Board noted the information provided on CVC's US\$150m investment

8. Corporate Governance Matters for Approval

8.1 Recommendation from Nomination Committee – DTAG Chairperson

[Roy Staniland, Michael Bourne, Chris Pollard, Julie Porter, Olly Scadgell and Vicky Williams left the meeting for this item]

Lord Davies reported that, after a thorough recruitment process (including interviews with three applicants), the Nomination Committee recommended Nigel Jordan to the role of DTAG Chairperson. After detailed discussion, the Board approved the appointment of Nigel Jordan with effect from 1st January 2023.

Scott Lloyd asked that Roy Staniland's huge contribution to DTAG (and formerly the Tennis Development Committee) and to the Board be formally recognised. Scott Lloyd noted that, under his chairmanship of DTAG, Roy Staniland had enabled the workstreams to start to embody the LTA's vision and strategy over the last 3 years and he was very grateful for the work that Roy Staniland had done.

8.2 Nottingham Tennis Centre and the National Tennis Centre – Utility Contracts

The paper contained in the Board was taken as read and the approvals requested in relation to the indemnities granted to Total Energies were given by the Board. It was noted that the utility contracts were in the process of being novated to LTA Operations Limited.

8.3 Renewal of Insurance

Simon Steele explained that the insurance premium for the renewal of the LTA group insurances would be discussed by the Audit Committee.

9. Verbal Updates from AELTC Joint / Sub-Committees for Noting

Sara Bennison provided an update from the AELTC media committee and Scott Lloyd had provided an update on the AELTC ticketing committee earlier in the meeting.

10. Reports for Noting

10.1 Business Update

The Business update was noted.

10.2 Update on National Academies

Michael Bourne's paper had been included as an appendix to the business update and he provided a verbal update on the progress on the feasibility work being undertaken, which related to the development of a single national academy, a transition programme for late developing 14+ players, a more effective Scottish performance pathway and an update on the RPDC strategy from September 2023.

The paper referenced possible support for late developing 14-16 year old players and how potential players could be attracted. Sanjay Bhandari suggested that the LTA look at having tennis courts at football academies which might appeal to those football players who don't succeed to the top. Olly Scadgell agreed to follow this up.

10.3 DTAG Update

The paper from Roy Staniland which had been included in the Board pack was taken as read.

10.4 International Report

A paper from the ITF had been included in the Board pack and was noted.

10.5 Draft Agenda for Meeting of the Council in October 2022

This was noted. It was agreed that Council would receive an executive summary of the recommendations coming out of the Wimbledon Ticketing Review.

10.6 Health & Safety Report

The Health & Safety Report was noted.

10.7 Draft Committee and Council Minutes

The following minutes were included in the Board pack and noted:

- Audit Committee (1/4/2022)
- Council (10/3/2022 approved and 25/05/2022 draft)
- LTA Tennis Foundation (7/6/2022 and 12/7/2022)
- Nomination Committee (20/7/2022 approved)

Lord Davies thanked the Executive team for their contribution and for the hard work they were all doing.

There being no further business the meeting closed.