

**Minutes of the Annual General Meeting of Tennis Ireland CLG which was held at the offices of Eversheds Sutherland, Dublin on Thursday 3<sup>rd</sup> February 2022 and via Zoom.**

**1.0 Attendance and Apologies**

In attendance at Eversheds Sutherland:

David O’Beirne (Chairman, Tennis Ireland), John Foley (Interim Chief Executive Tennis Ireland), Rosamund Thompson (Company Secretary Tennis Ireland), Paul O’Connor (Finance Director Tennis Ireland), Aileen Rogan (Operations Manager Tennis Ireland), Lisa Murphy (Operations Administrator Tennis Ireland) and Carthage Conlon (Company Solicitor).

In attendance via Zoom:

Tjeerd de Vries (Ashbourne), Niall Humphreys (Ashbrook), Oliver McGrath (Athlone), Eddie Kingston (Ballinlough), Clifford Carroll (Ballinlough), Hugh O’Donnell (Ballinlough), Sheila Gallen (Balrothery), Joe Murray (Bishopstown), Conor Twomey (Bishopstown), Patrick Fearon (Blackrock), Michael Butler (Brookfield), Paul Woods (Carlingford), Deirdre Brady (Carlingford), Matt Dawson (Carlingford), Imelda Loughnane (Carrickmines), Alan Kelly (Carrigaline), Ciara Jennings (Castlebar), Geoff Ross (Castleknock), Denis Murphy (Castleview), Shane Cooke (Castleview), Cathal Sherlock (Catholic Institute Athletic Club), Anne Tuohy (Catholic Institute Athletic Club), Marie Molloy (Celbridge), Brendan Doyle (Celbridge), Margo Delaney (Celbridge), Eoin Fleming (Charleville), Brian McGuirk (Charleville), Derek Collins (Claremont), Garrett Connolly (Clontarf), Wesleigh O’Hagan (Clontarf), Paul Fitzpatrick (Clontarf), Gerry Smyth (Connacht Branch), Greta Hickey (De Vesci), Robbie Harold (Donabate), Chanelle Dunne (Donnybrook), Ben Kiely (Douglas), Louise Brohan (Douglas), Triona Buckley (Douglas), Eileen Carlin (Downshire), Ray Kavanagh (Dunboyne), Gerard O’Carroll (Dunboyne), Diarmuid Burke (Elm Park), Conor Niland (Fitzwilliam), Robert Fitzgerald (Fitzwilliam), Stewart Doyle (Fitzwilliam), Aodan Cummins (Galway), Bridget Harrington-Barry (Galway), Martin Moloney (Galway), Paul Barry (Glasnevin), Jeanette Stenson (Glasnevin), Lise Alford (Glenageary), Michael Lewis (Glenageary), Ailish Byrne (Greystones), Tanya Whitten (Greystones), Lesley Dougan (Greystones), Kathryn Costello Aherne (Hazelwood), Ash Dundas (Hazelwood), Frank Darrer (Hillview), Michael Murray (Hillview), Robert Cummins (Kilfeacle), Eamon Dalton (Kilfeacle), Ivan Powell (Kilkenny), Rena O’Connor (Kilkenny), Edwin Walsh (Kilkenny), David Bebb (Kinsale), Regina Hurley (Kinsale), Noel Sheridan (Lansdowne), Benny Dudley (Larkspur), Michelle O’Meara (Larkspur), Jenny O’Brien (Laytown & Bettystown), Stephen Malone (Laytown & Bettystown), Gillian Parke (Laytown & Bettystown), Julie Anne Hudson (Leinster Tennis), Don Moore (Leixlip), Keith Ashmore (Leixlip), David Craig (Limavady), Paul Prendergast (Lower Aghada), Billy Flynn (Lower Aghada), James Cooney (Lower Aghada), Andrea Ryan (Malahide), David Duffy (Malahide), Michael Byrne (Malahide), Johnny O’Shea (Monkstown), Bryan O’Neill (Monkstown), John Ryan (Mount Pleasant), Karen Higgins (Munster Branch), Aine Dunne (Munster Branch), David Doyle (Naas), Pam Regan (Newtown Park), Oliver Petersen (Portadown), Eddie Ronayne (Rushbrooke), Richard Sewell (Rushbrooke), Frank McDonnell (Rushbrooke), Declan Kelly (Shankill), Liam O’Donohue (Shankill), Mel McKeown (Sligo), Laura Cavanagh (St Annes Dublin), Kay Lonergan (St Annes

Dublin), Richard McCarthy (St Annes Waterford), Marc McGlade (Stratford), Ron O'Mahoney (Sundays Well), Donal Johnson (Sundays Well), John Collins (Sutton), Niall Curran (Sutton), Gerard McCarthy (Sutton), Stephen Girvin (Swords), Joe Gannon (Templeogue), Brian Sparks (Templeogue), Ciaran O'Connell (Templeogue), Ber Ryan (Thurles), Reidin Fogarty (Thurles), Marcella Kelly (Tipperary), Conrad Childs (Trackside), Joseph Dowling (Trackside), Conor Motherway (Trackside), Andrea Halley (Tramore), Heather Walsh (Tullow), Donnacha Harkin (Tullow), William Noteman (Ulster President), Ciara Jennings (Westport), Peter Farrell (Wicklow Town), Greg O'Rawe (Windsor).

Louise Byrne (Board Member), Letty Lucas (Board Member), David Mullins (Board Member) and David Spillane (Board Member).

Adrian Kelly, Gráinne O'Neill, Paul O'Sullivan, Stephen Garvin, John McGahon, Simon Honan, Liz Clifford, Garrett Barry, Cian Blake and Olwyn O'Toole,

### **Apologies**

None.

### **Opening the Meeting/Proxies/Poll**

The Chairman declared the meeting formally opened.

The Company Secretary confirmed that 76 valid proxies were received in advance of the meeting. There were 37 valid voting members in attendance at the meeting and therefore 113 valid votes.

The Chairman informed the meeting that all the resolutions to be proposed at the meeting would be determined by way of a poll and the results of each resolution would be announced following the conclusion of the voting on all resolutions.

The Chairman also informed the meeting that Carthage Conlon of O'Meara Geraghty McCourt, Solicitors had been appointed by the Board to monitor the polling process and the results of each poll.

### **Quorum**

The Company Secretary confirmed that the quorum of members, namely a minimum of 15, was present.

### **Notice of Meeting**

The Notice of the meeting, with the consent of all members present, was agreed to be taken as read.

### **Minutes of the Annual General Meeting held on Saturday 20 August 2020.**

The minutes of the last Annual General Meeting on 20 August 2020 were approved by the meeting.

### **Address by Chairman David O’Beirne**

The Chairman of the Board, David O’Beirne, addressed the meeting informing the AGM that, as set out in his Foreword in the 2020 Annual Report, there were challenges at Board level and that the Board had commenced a process of looking at widespread structural and corporate governance reform of the Company. In consultation with Sport Ireland, the Institute of Public Administration has carried out a Board Effectiveness Review and has issued a report on their findings. The IPA Report has been approved for implementation by the Tennis Ireland Board and, under the guidance of the Tennis Ireland Board’s Governance Working Group, it is intended that Tennis Ireland, together with the IPA, will brief the Presidents of the 4 Branches as to the findings of the IPA Report and meet with the 4 Branches in relation to the IPA Report and its implementation.

In addition, on the initiative of Sport Ireland, an Internal Audit has been carried out by KOSI Corporation and its conclusions, in large measure, reflect the findings of the IPA Review.

The Chairman thanked the employees, Board members and all volunteers throughout Tennis Ireland who give of their time selflessly in the interests of the sport.

Finally, the Chairman thanked Sport Ireland for their ongoing support and encouragement and all other Tennis Ireland stakeholders who continue to contribute to tennis in Ireland in many different ways.

### **Address by John Foley (Interim CEO)**

The Interim Chief Executive, John Foley, provided a detailed operational review for the past year in which he highlighted the key activities of the year. He thanked former CEO Richard Fahey and the staff for the hard work during this time and outlined the key highlights as follows:-

- Increase in membership from 54,841 in 2020 to 62,333 in 2021.
- Enjoy Tennis programme participation of 1200 members in 95 Clubs.
- Garda vetting applications of 668 in 2020 to 967 in 2021.
- Licensed coaches of 144 in 2020 and 267 in 2021.
- 35 newly qualified coaches in 2020.
- 219 participants on our play and stay course in 2020 and 175 in 2021.
- National Coach Education system awarded the ITF’s Gold recognition.
- €950,000 in Covid-19 resilience for the Sport secured 2020
- €544,000 in Covid-19 resilience for the Sport secured 2021
- 80% of Clubs rated the support provided by Tennis Ireland during 2020 as excellent or very good.
- Parks Tennis significant opportunity.
- 1800 participants attended Tennis Ireland webinars in 2020/2021.
- New strategy for Women in Tennis – Equal Advantage.
- New Performance strategy.
- 22,000 competitive matches in 2020.
- 32,686 Irish players issued with a World Tennis Number (WTN).
- Seniors ranking introduced.
- Intentions are to provide 11 international events in 2022.

- Women in Tennis Coordinator Gráinne O’Neill appointed in 2020.
- 75% of Clubs completed our survey on sentiment on Women in Tennis in Ireland.
- Launch of Try Tennis programme pilot programme in West Cork in collaboration with Cork Sports Partnership. Expanding locations in 2022.
- Launch of ‘She Leads’ 6-week leadership course
- Launch of the Equal Advantage Strategy and Charter.
- Female-only Level One Coaching course introduced.
- Racquet Sports Coaches Leadership Programme – a collaboration with Badminton Ireland, Table Tennis Ireland and Irish Squash.
- National Coordinator, appointed to the Tennis Europe Gender Equality Committee.
- Will allow for future events that are based solely on WTN ranking.
- 'High Performance' to 'Performance development’.
- 'Team Ireland' Player programme implemented.
- Supported Irish Players in their quest to play on the regular and Wheelchair international tours.
- Integrated 4 Provinces to provide a national structure.
- Developed a plan to transform Performance coaching.
- Developed a plan to increase domestic and International competitive opportunities in all junior age groups.
- Developed collaborations with countries of similar size and international academies.
- Worked on the development of facilities to improve training & competition bases. Wilson – contract signed – free equipment and clothing.
- Pinery – clubs obtain free energy audit and can save money on energy.
- AON - be-spoke Tennis Club Insurance package that can save reduce costs.
- ASR – through Mark Finnegan, provide assistance for leading players looking to move to US/UK Colleges plus financial support.
- Partnership with Rafa Nadal Academy.
- Wingfield – provision of 4 courts free of charge plus opportunity to earn commission on future sales.
- Launch of ClubSpark.
- In an anti doping update for 2020 there were no tests completed for tennis players and therefore no adverse findings from blood or urine tests.
- The safeguarding of in tennis is of paramount importance. Everyone, regardless of age or circumstance should participate in our sport in a safe environment.

### **Address by Paul O’Connor**

Paul O’Connor, Portfolio Director responsible for Finance, addressed the AGM. Mr O’Connor thanked the staff at Head office and the Branch officers for their continued efforts and highlighted the following for the 2020 financial year:-

- Consolidated Income (HO & BRs) declined by 26% to €2,089 (2019: €2,821k) due to Covid-19 restrictions.

- Consolidated Expenditure (HO & BRs) reduced by 32% to €2,005 (2019: €2,936k) in line with reduced activity.
- Other Income of €226k from access to Government Subsidy Schemes (2020 only).
- Overall net profit of €310k (2019 loss of €115k), with each unit within TI showing a profit.
- Consolidated Net Cash Position at Y/E artificially boosted by grants to be allocated of €800k and deferred grants and other income of €471k.
- 9% reduction in Court Affiliation Fees to €76k (2019: €83k).
- 6% increase in Player Capitation Fees to €612k (2019: €577k).
- Rollover of Tournament Permit Fees to 2021(2019: €43k).
- 71% reduction in Tournament Income to €65k as key tournaments (e.g. Irish Open) cancelled and no sell-on of international tickets (Wimbledon, French Open, Davis Cup).
- 78% reduction in Tournament Capitation Fees to €26k (2019: €122k) due to reduced schedule despite summer opening.
- 4% reduction in total grant income (ROI & NI), mostly related to other grant programmes as core grants stable.
- 91% reduction in overall Sponsorship to €15k (2019: €163k) as sponsorship mostly related to cancelled tournaments.
- 55% reduction in overall coaching income to €352k (2019: €548k) due to H1 closures and transition to new performance model.
- Increase in overall staff costs to €919k (+3.7%), primarily due to timing of joiners and leavers and impact of some adjustments during H1 restrictions.
- Reduction in Match Costs to €48k (-90%) as competitions cancelled - Irish Open, Inter Pros, Davis Cup & Billie Jean King Cup competitions.
- Reduction in Performance Costs to €159k (-44%) as activity reduced due to restrictions on performance squads.
- Development Costs reduced by 35% to €432k because of impact of restrictions on activity.
- Legal & Professional Fees increased due to additional non-recurring costs, including HR support and grassroots strategy.
- Affiliation and Capitation fees aligned among ROI branches/clubs in FY22.
- Standardisation of Financial Policies and Procedures company-wide nearing completion.
- €632,389 distributed to clubs in 2021/22 from Covid-19 Resilience Fund – in discussions with Sport Ireland on programmes to distribute balance of €167,611.
- 2021 bottom line performance in line with budget.
- Courts in NTC Glasnevin upgraded to Red Plus Clay in 2021, assisted through capital grants.
- Accessed wage subsidy scheme in 2020, exited in 2021.

Mr O'Connor thanked former CEO Richard Fahey with helping clubs through supports and guidance for safely reopening our sport during Covid restrictions.

The Chairman thanked Paul O'Connor and the Finance Committee for all their work.

**To receive and consider the accounts for the Company for the year ended 31 December 2020 together with the reports of the Directors and the Auditors.**

The resolution to receive and consider the accounts for the Company for the year ended 31 December 2020 together with the reports of the Directors and the Auditors thereon was proposed by Wesleigh O'Hagan and seconded by Louise Byrne. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 109 votes for and 4 votes against.

#### **To authorise the Directors to determine the remuneration of the Auditors**

The resolution to authorise the Directors to determine the remuneration of the Auditors was proposed by Bryan O'Neill and seconded by Derek Collins. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 110 votes for and 3 votes against.

#### **Appointment of David O'Beirne as a Director**

Paul O'Connor took the Chair for the purposes of this resolution.

The resolution to appoint David O'Beirne as a director of the Company in accordance with Article 26 (g) of the Articles of Association of the Company was proposed by Ciara Jennings and seconded by Letty Lucas. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 97 votes for and 14 votes against.

#### **Appointment of Louise Byrne as a Director**

The resolution to appoint Louise Byrne as a director of the Company in accordance with Article 26 (g) of the Articles of Association of the Company was proposed by Ciara Jennings and seconded by Chanelle Dunne. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 95 votes for and 12 votes against.

#### **Appointment of David Mullins as a Director**

The resolution to appoint David Mullins as a director of the Company in accordance with Article 26 (g) of the Articles of Association of the Company was proposed by Liam O'Donohoe and seconded by Bryan O'Neill. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 101 votes for and 6 votes against.

#### **Appointment of Paul O'Connor as a Director**

The resolution to appoint Paul O'Connor as a director of the Company in accordance with Article 26 (g) of the Articles of Association of the Company was proposed by John Collins and seconded by Peter Farrell. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 100 votes for and 8 votes against.

#### **Appointment of Rosamund Thompson as a Director**

The resolution to appoint Rosamund Thompson as a director of the Company, having been nominated as a Representative Director by the Ulster Branch, in accordance with Article 26 (f) of the Articles of Association of the Company, was proposed by Greg O'Rawe and seconded by Letty Lucas. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 101 votes for and 10 votes against.

### **Appointment of John Ryan as President of the Company**

The resolution to appoint John Ryan as a President of the Company in accordance with Article 26 (e) of the Articles of Association of the Company was proposed by John Collins and seconded by Peter Farrell. The resolution was put to the meeting. It was subsequently announced, following the determination of the poll, that the resolution was passed with 100 votes for and 8 votes against.

### **Address of the President**

John Ryan, as newly appointed President, thanked all the Clubs for their support and Leinster Tennis for their nomination. He looked forward to working with all stakeholders during his term. He further thanked Shane Cooke for his contribution as President over the past two years.

### **Conclusion**

The formal business of the AGM then concluded.