

**MINUTES  
OF THE MEETING OF  
THE BOARD OF DIRECTORS OF  
UNITED STATES TENNIS ASSOCIATION INCORPORATED**

**DISNEY'S YACHT & BEACH CLUB  
ORLANDO, FLORIDA**

**MARCH 17, 2022**

**PRESENT:** Michael J. McNulty, Chairman of the Board, Brian Hainline, First Vice President, Laura F. Canfield, Vice President, Violet Clark, Vice President, Brian Vahaly, Secretary-Treasurer, Jeffrey M. Baill, Kathleen Francis, J. Christopher Lewis, Alan Ostfield, Emily S. Schaefer, Kurt Zumwalt, Liezel H. Huber, Vania King, and Megan Moulton-Levy, Directors at Large. Patrick J. Galbraith, Immediate Past President joined via teleconference.

**ALSO PRESENT:** Andrea S. Hirsch, Interim Chief Executive Officer, Chief Administrative Officer and General Counsel, Ed Nepl, Chief Financial Officer, Rachel Booth, Senior Counsel, Managing Director Tennis Integrity, Lew Sherr, Chief Revenue Officer, and Alice Emmer, Executive Assistant to the Chief Financial Officer and Chief Technology Officer.

1. **Welcome & Opening Remarks.** McNulty called the meeting to order at 8:00 a.m. (EST) on Thursday, March 17, 2022. A roll call was taken and a quorum certified.

2. **Approval of Minutes.**

**Upon motion duly made by Baill, and seconded, the Board unanimously approved the December 2, 2021 Minutes of the Board of Directors Teleconference.**

**Upon motion duly made by Baill, and seconded, the Board unanimously approved the December 12, 2021 Minutes of the Board of Directors Meeting.**

(Dana Andrews, Section President, Clark Higgs, Section Delegate, and Laura Bowen, Executive Director, USTA Florida Section, joined the meeting.)

3. **USTA Florida Section Presentation.** McNulty introduced Florida Section Leadership. Andrews provided highlights of the USTA Florida Section report previously distributed. She described an initiative designed to engage more women in coaching and leadership roles, focusing on the importance of women coaches as role models. Andrews spoke to the challenges in recruiting coaches, especially for community level work and in public parks. Bowen and Andrews

discussed the need to shift the perception of the skills and certifications needed to be a coach, and their efforts and challenges to recruit parents for recreational coaching.

Discussion ensued regarding how the Florida section measures success and how to foster greater collaboration and sharing amongst the Sectional Associations. Andrews noted that the Section Presidents have begun to prioritize the sharing of ideas. Florida Section Leadership responded positively to the concept of a National-organized orientation for new Section Presidents.

Bowen responded to questions regarding Section reserves, explaining that excess reserves will be used for facility grants and potentially innovation initiatives for new projects.

(Andrews, Higgs, and Bowen, departed the meeting.)

Discussion ensued on how National can support Sections to facilitate cross-sectional communication and Section leadership development.

(Megan Moulton-Levy, Craig Morris, Chief Executive, Community Tennis, and Paul Maya, Chief Technology Officer, joined the meeting.)

**4. Serve Tennis Update.** Maya presented a retrospective on Serve Tennis, noting changes to: project management (including the assignment of a project owner); requirements (including the regular and ongoing tournament director feedback); prioritization based on input from a digital council; and a process for testing and quality assurance. He then reviewed the release schedule for the first and second quarters of 2022, which include tournaments, rankings and the World Tennis Number (“WTN”). Maya explained the continuing challenges around tournaments. He noted that the team is using lessons learned from the rollout of Serve to ensure best practices for the rollout of the WTN. With respect to Serve Tennis, Maya noted the weekly provider survey score is continually improving.

Discussion ensued regarding the WTN, and Morris fielded questions about the volume of data exchanged with the ITF, the status of WTN pilot projects, and the USTA informational webinars on the WTN. Morris explained that the WTN records are set-based, unlike the UTR records, which are game-based, noting that the set-based approach is a deliberate decision to reduce pressure on Junior players. Discussion continued with respect to the release date for the WTN, and whether the release should contain all US-based players or only juniors and collegiate published in the first release. Morris field questions about the nexus between the WTN and NTPR, and the communication strategy to explain the WTN, particularly for league participants.

The Board made suggestions as to how to provide Section Leadership with accurate information on the WTN.

(Maya departed the meeting.)

## **5. Treasurer's Report.**

a. Portfolio Review. Neppl presented a summary of the investment portfolio through December 31, 2021. He noted a beginning balance of \$148.7 million and YTD return of 14.7%. Neppl described the strategy to increase the long-range private equity goal.

b. Financial Update. Neppl reviewed the strong financial results of the 2021 US Open. He explained the success arose out of spending cuts and the elimination of Fan Week and Arthur Ashe Kids Day, which allowed for significant savings on staffing costs. Neppl presented a cash flow summary comparing the 2019, 2020 and 2021 US Opens. The summary demonstrated how, through lowered expenses, the 2021 US Open outperformed the 2019 US Open by \$16 million dollars, with a total of \$138 million in cash available.

Neppl next discussed the USTA's line of credit. He noted that while up to \$150 million is available, USTA has limited the borrowing to \$60 million, with an additional \$15 million borrowed for Q1, 2022. Neppl briefly advised on the outstanding debt of the NTC and the Western and Southern Open as \$665 million and \$23 million respectively.

Neppl fielded questions relating to balancing debt repayment with flexibility. The Board discussed the potential sale of Cincinnati Tennis LLC (the "Western and Southern Open") and possible use of proceeds. Neppl summarized unexpected costs relating to the war in Ukraine, including USTA donations for humanitarian relief, and costs to shift technology resources out of Russia to Costa Rica. Allaster provided additional detail on the collective donation for Ukrainian humanitarian aid provided by the T7, as well as USTA efforts to support the Ukrainian BJK Cup team.

Neppl reported on the progress of the sale of the White Plains building, which is in the due diligence phase. Hirsch explained management efforts to understand staff needs for a future office location.

(Staciellen Stevenson Mischel, Deputy General Counsel, joined the meeting.)

**6. Call Items.** Mischel presented one call item proposed by the Junior Competition Committee, in coordination with Adult Competition, Wheelchair, and Officials Committees, which is intended to clarify the application of the Point Penalty System for any unsportsmanlike conduct that occurs, regardless of whether the conduct is by the player or someone associated with the player. In addition, the modifications provide the opportunity for any person with authority at a tournament to ask bad actors to stop the behavior while on the site, e.g. during the match, post-match, or when departing the site.

Mischel then advised that the Constitution and Rules Committee are in the process of drafting edits to the USTA Bylaw relating to the waivers obtained from the USOPC regarding elite athlete representation on the USTA Board and committees. She noted that the waivers are in effect through the next summer Olympics, and likely will be renewed thereafter. Hirsch and Mischel fielded questions about athlete representation on various committees.

(Martin Blackman, General Manager, Player and Coach Development, joined the meeting.)

7. **NCAA Elite Athlete Designation.** The Board considered whether the USTA should modify its definition of Elite Athlete so as to afford Collegiate student athletes the ability to participate in individual workout sessions conducted by their school coaching staff. Hainline provided the context for the discussion, advising that student-athletes designated as elite athletes may request additional countable athletically related activities (CARA) from their college coach.

Discussion ensued concerning the effect of greater training time for American athletes vs. international teammates; the philosophical question of the Collegiate pathway vs. the Pro Tour as conduit to the national team; the level of Collegiate player who could be designated to a national roster, and the how a roster could be managed based on shifting rankings and graduations.

The Board discussed questions of funding, abuse of process, and the unintended consequences of issuing waivers. Mischel advised that the USTA Athlete Advisory Council ("AAC") must determine whether it supports an expansion of the definition of Elite Athlete (which would extend to eligibility to serve on the USTA Board and other committees) before the Board can consider whether to propose a Bylaw amendment and that call items are due the first week of June. The Board agreed to revisit this topic at the next meeting.

(Tracy Davies, Managing Director, Recreational Tennis, joined the meeting.)

8. **JTT – Local Track Regulations (Proposed).** Davies advised that the Junior Team Tennis (JTT) and Local Play and Competition (LPC) Committees propose two Regulation changes, which would have the effect of separating the JTT Championship Advancing Track from the Local Play and Competition non-advancing Track. The proposed Regulation amendments would grant the authority to make modifications to the Regulations within each respective committee.

Davies responded to questions regarding the rationale for the proposed amendments and noted universal alignment regarding the proposal.

**Upon motion duly made by Baill, and seconded, the Board unanimously approved the adoption of the 2022 USTA Local Track Junior Team Tennis regulations.**

(Mischel and Davies departed the meeting.)

(Meeting recessed at 9:50 a.m. and reconvened at 10:05 a.m.)

(Stacey Allaster, Chief Executive, Pro Tennis and US Open Tournament Director, Daniel Zausner, Chief Executive Officer, NTC, Amy Choyne, Chief Marketing Officer, joined the meeting, and Maya rejoined.)

9. **2021 Year-End Results/2022 Goals and Objectives.** Hirsch referred the Board to the Q4 2021 strategic dashboard and the 2022 goals and objectives previously distributed. Discussion ensued and staff fielded questions from the Board.

Sherr responded to questions regarding the decline in US Open broadcast viewership, noting that other than the NFL, this decline is consistent across all sports. He explained the differences in how viewership is measured for traditional broadcast and streaming. He further noted that there is ongoing dialog with ESPN concerning opportunities to present tennis in a manner that will be more engaging (e.g. behind the scenes or on-the-bench interviews). The USTA has implemented some of ESPN's suggestions, but most require player and/or Grand Slam Board approval.

Discussion turned to the coaching and provider shortage. Morris explained that Safe Play continues to be a challenge for providers, noting the pushback by USPTA on Safe Play compliance for their members. Morris then spoke to the recruitment of new providers, explaining recruitment will occur at the Section and local level, with National providing education and filling a support role. Blackman and Morris spoke to the need for more women and diverse coaches. Discussion ensued regarding fundraising, scholarships and other methods to encourage participation.

Discussion ensued regarding branding and marketing of entry coaching programs and the need to eliminate the barriers to entry. Further discussion centered on how to support community coaches as they progress through a coaching pathway. Blackman recounted that Sections want to provide the support but National should assist with facilitating and providing resources that can be shared.

(Marisa Grimes, Chief Diversity and Inclusion Officer, joined the meeting.)  
(Allaster, Zausner, Choyne, and Maya departed the meeting.)

**10. Diversity & Inclusion Audit Results/Next Steps.** Grimes referred to the DEI Audit Findings and Recommendations (the "Report") previously distributed to the Board and presented an overview of the findings. She described the key objective of the audit, which was to assess the systems and practices that influence USTA talent management and the tennis ecosystem. Grimes described the methodology used in the audit, cautioning that the audit was based on the perceptions of a wide range of participants and stakeholders and that not all findings apply to all constituents. Grimes advised that while the USTA has DEI priorities and processes, they are not transparent to all stakeholders, and that certain habits and systems in place do not fully align with our DEI goals. Grimes described the pervasive behaviors that block the USTA's DEI progress as a lack of clarity, operating in silos and fixed mindsets/anchoring bias, i.e. "this is how we always do it."

Discussion ensued as to the fairness of the results and next steps. Grimes reviewed the recommendations, noting communication and transparency are critical elements that can be implemented quickly. Thereafter, the USTA will focus on staff and participant mindset through leadership and training. Grimes presented a plan for prioritizing solutions. She advised that the Report will be shared with the Section Leadership, and then shared to the broader USTA family.

Questions and discussion ensued with respect to the Board's role and strategy for DEI. The consensus of the Board was that there is a need for a comprehensive vision regarding DEI that must start with the Board.

Discussion turned to social justice initiatives. The Board discussed the mixed reaction to the US Open support for the Black Lives Matter movement and the proposed Florida “Don’t Say Gay” bill. Hirsch suggested that the Board develop an overarching position on social justice and advocacy that staff can follow and implement. Robust discussion ensued, considering the role of the Board in setting the vision, strategy, and direction for social justice issues. McNulty advised that he will convene a task force to fully consider this issue and make a recommendation to the full Board.

(Grimes departed the meeting.)

**11. Player Development Deep Dive.** Blackman presented the findings of the University of Central Florida (UCF) research audit previously distributed to the Board. He explained the methodology, which included focus groups, interviews and surveys. He noted that Paul Annacone and Chandra Rubin participated in with UCF to ensure tennis expertise was included. The audit focused on USTA facilities, tournaments, Player Development (“PD”) mission, Junior player retention, coaches, PD’s image and USTA outreach.

Blackman briefly reviewed both the positive and negative findings of the audit, as well as the frustrations felt by the PD staff. He then summarized the strengths and weaknesses of the UCF audit. Blackman explained that the review contained, from PD’s perspective, both valid and invalid findings and summarized why certain critiques were invalid, specifically the concepts that PD follows a generic philosophy, steals players, does not offer a holistic program and has low tournament numbers.

The Board expressed disappointment that the audit failed to provide a nexus between the work of PD and results in growing the game and noted that Player Development is not included in the USTA’s Strategic Priorities. Discussion ensued regarding whether and how PD funding affects the mission.

Blackman provided an overview of the success of Team USA men and women in the top 100 and Grand Slam performance. He advised that PD’s goal is not to coach every American but rather provide coaching to those in need and to support young players as they transition to professionals. Blackman fielded questions about the nexus between Collegiate and the player pathway, explaining the transition from college to pro is becoming more common and that College coaches are allowing players to play pro circuit.

Hainline advised his 2012 book, *Positioning Youth Tennis for Success*, should serve as the backbone of the American Development Model in tennis. He then proposed a summit of stakeholders to develop the core principles Player Development. Attendees could include PD staff, private coaches, Sections representatives, experts, and members of the Board. Discussion ensued with respect to Player Development’s role with respect to the USTA’s role as NGB and National Federation.

Discussion ensued as to how to keep PD and the USTA strategic objectives connected with the American Development Model, as well as improving communication and involvement with

the Sections with Player Development. King suggested the PD mission statement be revisited to align more closely with the USTA's mission. Consensus was reached on the concept of a summit.

(Blackman departed the meeting.)

(Meeting recessed at 12:40 p.m. and reconvened at 1:20 p.m.)

(Maya rejoined the meeting, and Liz McSorley of Elixirr joined the meeting.)

**12. Digital Deep Dive.** Morris introduced Liz McSorley of Elixirr, the consulting firm hired to help guide the USTA's digital strategy. Morris described Section involvement and input to the digital strategy. Maya presented an overview of materials previously distributed to the Board. Maya described the three areas of USTA focus as data, Serve Tennis, and shifting the USTA's role as "connector" within the ecosystem, as opposed to trying to fill every void.

Maya and Morris fielded questions regarding the USTA's product portfolio. They described the USTA's creation of an API library that will allow tennis providers and players to access USTA services through a variety of third party products. The USTA will then capture play activity from these third party partners. Morris described Court Reserve, a reservation software provider, as an example of this could mutually benefit both parties. Discussion ensued as to tennis tech entrepreneurs, and how and by whom data will be analyzed once it is collected. Morris explained the WTN will be the initial value proposition, but noted the Sections felt WTN on its own was not enough and that additional value propositions must be added.

Discussion ensued with respect to data analysis. The Board discussed the option of offering Sections the opportunity to run their own analytics and that National not be in the business of creating discrete, one-off reports. Discussion continued with respect to data governance, strategy, and the need for quality assurance.

Maya clarified the role of Serve Tennis as a tool for sanctioned and unsanctioned programs. He described what is in and out of scope for the Serve platform, noting the importance of communication of both to Sections. He described the strategy to improve the consumer experience. He explained short and long-term goals for improvements for players participating in sanctioned and unsanctioned programs in Serve as well functionalities for players looking to find and connect to each other and opportunities. Discussion ensued as to whether to move quickly to integrate certain providers, like Parks, or to slow down in order to ensure quality in the data. The Board raised concerns with respect to the timing and schedule presented of development and roll out plans. It was the consensus of the Board that funding be provided to fast track certain projects.

(Maya departed the meeting.)

(Meeting recessed at 2:11 p.m. and reconvened at 2:18 p.m.)

(Mischel rejoined, and Roshan Rajkumar, Member of the USTA Rules Council, joined the meeting.)

**13. USTA Sportsmanship Statement.** McNulty introduced Rajkumar. Rajkumar explained that he was in attendance to present a "Sportsmanship Statement," a copy of which had been previously distributed to the Board. Rajkumar spoke to the collaboration and due diligence

performed by the Sportsmanship Task Force, and noted that the proposed statement was socialized with the Sectional Associations, relevant committees and USTA legal.

The Board discussed the proposed statement and Rajkumar fielded questions. Discussion continued as to whether it is possible to expand the statement to include additional elements such as good citizenship, leadership etc. Rajkumar explained that the Task Force sees the statement as starting point to grow from. Rajkumar further noted that the Task Force is working with Marketing to roll out the statement. The Board expressed their gratitude to Rajkumar and the task force for their work.

**Upon motion duly made by Baill, and seconded, the USTA Board unanimously approved the adoption of the Sportsmanship Policy attached to these Minutes as Exhibit A.**

(Mischel and Rajkumar departed the meeting.)

(Tim Russell, President and CEO of the ITA, and Jon Vegosen, Chairman of the ITA Board, joined the meeting.)

**14. ITA Update.** Russell commented that the USTA-ITA relationship has never been stronger. He presented a short introductory video and referred to materials previously provided.

Russell explained the dual role of ITA as both the governing body of Collegiate Tennis and as a Collegiate Coaches' association. Russell described the ITA's mission statement, vision statement, and the number of schools, athletes, coaches and officials the ITA represents. He spoke to the ITA's progress in the tech space.

Russell opined that Collegiate Tennis is an aspirational goal for juniors, and the connective tissue to the professional tours. He explained that Collegiate Tennis is a pathway for players, volunteers, coaches, etc. Discussion ensued as to the uniquely American nature of Collegiate Tennis. It was noted that Collegiate Tennis is not referenced in the USTA Strategic Priorities. Russell opined that Collegiate Tennis should be used as a pillar to advance the USTA's goals.

Russell presented an overview of the state of College athletics. He provided examples of ITA-USTA collaborations, including hosting the NCAAs, HBCU Championships and Spring Break Tennis at the USTA National Campus, and having the USTA CEO as an ITA Board member. Russell complimented the work of Player Development and suggested that Collegiate Tennis could be fully integrated into PD training, which is similar to the approach taken by the sport of Golf.

Discussion turned to the World Tennis Number. Russell strongly suggested that the Collegiate records in the WTN should be an "opt-out" as opposed to an "opt-in" and touted the necessity for all Collegiate and Junior players to have a WTN.

Russell provided an update to the ITA's digital and tech initiatives. He also noted the need for a better definition of the College Tennis season, and the ITA's effort to move the single



championships to the fall from the spring. Russell advised that the ITA is considering moving into the High School coach space but currently can only provide online resources. Russell ended his presentation by reiterating his desire to strengthen the ITA-USTA partnership, to work closer with Sections, and to collectively work to promote tennis.

(Russell and Jon Vegosen departed the meeting.)

Discussion ensued concerning how to support the ITA's tennis career pathway. McNulty stressed how the USTA/ITA goals can advance together and how critical the WTN will be for the collegiate space.

The meeting concluded at 3:56 p.m. (EST) on Thursday, March 17, 2022.

Respectfully submitted,


A handwritten signature in black ink, appearing to read 'BV 8', is written over the typed name.

Brian Vahaly  
Secretary-Treasurer

## SPORTSMANSHIP POLICY

Sportsmanship is the foundation of tennis. It is essential to tennis as a welcoming, open, and inclusive sport. Sports integrity follows a boundless set of core values and attributes that enrich the lives of all who participate. These attributes include, but are not limited to:

- Understanding and following the rules
- Being fair
- Acting with character
- Respecting others
- Winning with humility and losing with grace
- Maintaining composure
- Being accountable for one's own actions
- Giving others the benefit of the doubt



Tennis is more fun when players are good sports, and when persons associated with the players and the sport reinforce the ideals of good sport conduct. It entices people to stay involved with the sport their entire lives.

Being a good sport is its own reward—both on and off the tennis court. Sportsmanship builds trust, generates mutual respect, and promotes friendship among all people.

As we grow and develop the game, we do so with the highest commitment to sports integrity.