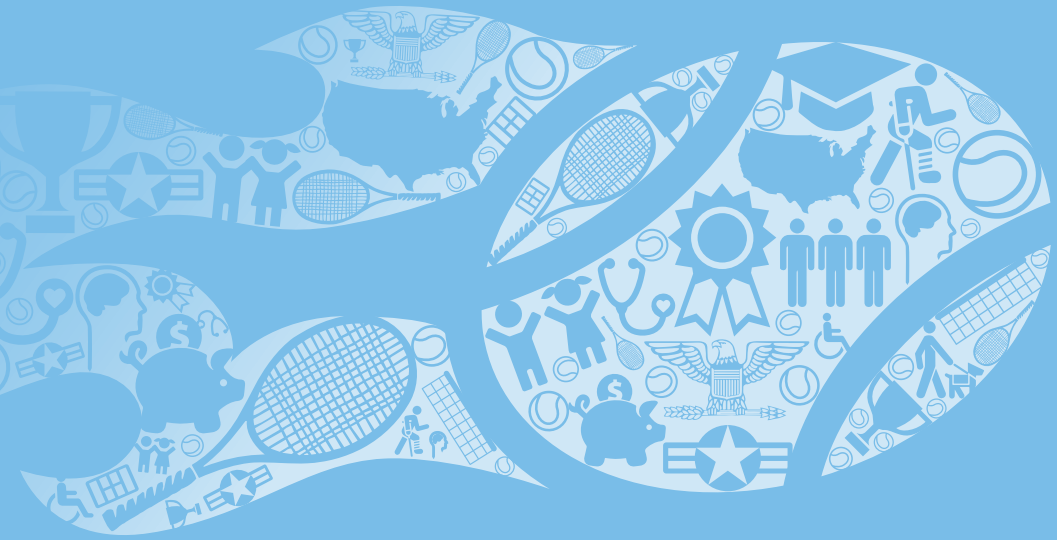


2014
**ANNUAL
REPORT**



BOARD OF DIRECTORS' MESSAGE

Dear Friends,

2014 was a year of change and achievement for the USTA Foundation, of giving back and serving up dreams for thousands of under-resourced people and communities nationwide.

USTA Serves changed its name to USTA Foundation, expanding to embrace the National Junior Tennis & Learning (NJTL) network, Military Heroes and Individuals With Disabilities (through Adaptive Tennis). The increase in scope gave the Foundation the power to effect positive change in more places – and to impact more people – than ever before.

The name change became official in July, with the Foundation celebrating by ringing the opening bell at NASDAQ, an event that was broadcast live to several national television morning shows. What did not change, however, was our goal of utilizing tennis and education to make a difference – a longtime mission and guiding principle that in 2014 earned the USTA Foundation a four-star rating from Charity Navigator.

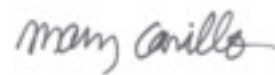
In terms of giving, it was quite a year indeed. Overall, the Foundation awarded \$2.2 million in grants and scholarships in 2014 to support those in need, bringing our total giving history over 15 years to more than \$19 million in grants and scholarships awarded to hundreds of programs, benefitting thousands of children and adults through tennis, education and health curricula.

Tennis and education remain the guiding principles behind the NJTL network, which led the Foundation's youth focus in 2014. A partnership with the Coca-Cola Foundation helped fund 10 NJTL chapters that utilize the Academic Creative Excellence (A.C.E.) Curriculum to improve kids' attitudes and behaviors about math, literacy and school climate. And we also formed an alliance with longtime US Open sponsor JPMorgan Chase to award 10 NJTL programs with \$10,000 each to go toward tennis and education programming.

Partnerships were an important part of our work in all areas. The Foundation teamed with Johnson & Johnson and its Veteran Leadership Council to host six free Warrior and Family Tennis Day events, bringing tennis to hundreds of military heroes. In addition, the Foundation hosted four regional wheelchair tennis camps – in Atlanta, San Antonio, San Diego and Seattle – through a \$115,000 grant from the United States Olympic Committee as part of the U.S. Paralympic Integrated Adaptive Sports Program.

To continue to serve up dreams, we once again utilized the US Open, organizing the Open's 3rd Annual Military Appreciation Day and raising more than \$1 million through events and activities such as the 14th Annual Opening Night Gala and the Annual Pro-Am.

With a year of tremendous successes behind us, let's now turn our attention to 2015. We will attempt to build on our past accomplishments and to do what the Foundation has always strived to achieve – support those in need, utilizing the powerful combination of tennis and education to serve up dreams and make a difference.



Mary Carillo
Chairwoman



Thomas S. Chen
President



Daniel J. Faber
Executive Director

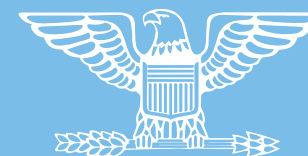
2014 ANNUAL REPORT

ORGANIZATIONAL BACKGROUND AND MISSION STATEMENT:

USTA Foundation Incorporated is a 501(c)(3) charitable organization that was incorporated in 1994 as the philanthropic entity of the United States Tennis Association Incorporated. The mission of the USTA Foundation is to bring tennis and education together to change lives. The USTA Foundation offers financial support to tennis and education programs nationwide that provide positive role models and academic assistance as well as assists with providing resources to teach life skills to under-resourced children and individuals with disabilities. The USTA Foundation also provides technical support to the programs to help maximize program efficiencies, analyze effectiveness and shares best practices with other programs. The USTA Foundation awards tennis and academic scholarships to high school seniors in all 17 Sections of the USTA.

OUR GUIDING PRINCIPLES:

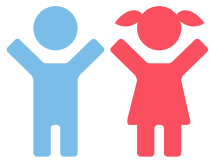
- To **recognize** the basic values embedded in tennis and education, including fun, discipline, hard work, improvement and success.
- To **promote** fitness, health, citizenship, leadership and self-esteem.
- To **support** efforts in tennis and education that help under-resourced youth, military personnel, veterans and their families and those with disabilities.
- To **be inclusive** of individuals from all cultural and ethnic backgrounds.
- To **encourage** individuals to pursue their goals and highest dreams by succeeding and becoming responsible adults.



TENNIS, EDUCATION AND HEALTH GRANT PROGRAMS:

The USTA Foundation's tennis and education programs improve health, build character, teach skills and motivate under-resourced students to strive for academic excellence.

Demographics of Our Network:



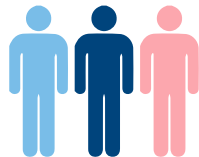
50/50 Gender Split

5-18

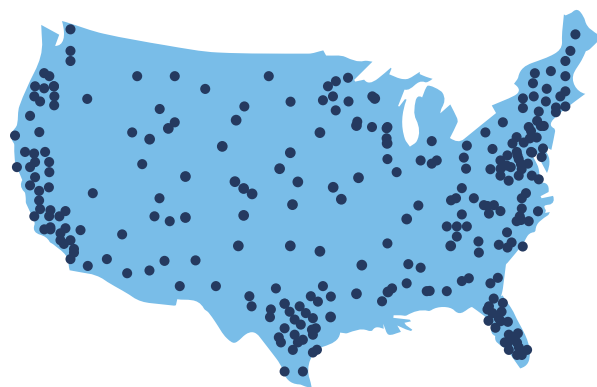
Years Old



Average Household Income



65% Ethnically Diverse



500 Chapters
4,500 Locations
4,500 Coaches
225,000 Children
47/50 Largest cities

Our Impact:

The Academic Creative Engagement™ (ACE) curriculum has a statistically significant impact on participants' behavior and attitudes towards learning, math and literacy skills.

91

% of USTA Foundation scholarship recipients attend college for four years

97

% of our coaches report that tennis has made a positive impact on kids' lives

88

% of our coaches report that health and wellness is valued by kids in our network

92

% of our coaches report that kids in our network value education and learning

89

% of our coaches report that kids within our network value their own social development

PARTNERSHIP WITH USTA NATIONAL JUNIOR TENNIS & LEARNING (NJTL)

By combining efforts with the National Junior Tennis & Learning network (NJTL) in 2014, the USTA Foundation became a fully functional operating foundation. NJTL provides a proven non-profit delivery network of 510 local chapters who collectively operate at 4,500 sites and impact 225,000 children each year. NJTL was founded in 1969 by Arthur Ashe, Charlie Pasarell and Sheridan Snyder with the goal of providing low-cost tennis and education programming to America's underserved youth, without regard to race, gender, or income. A strategic priority of the USTA Foundation is to build the capacity of 15 NJTL chapters to grow to join the already existing 19 Four-Star Chapters. To be a Four-Star Chapter, local NJTLs must meet all 26 criteria in the areas of tennis programming, educational programming, depth, breadth, budget, and non-profit best practices.



ADAMS 50 NJTL WESTMINSTER, COLO.

For almost 30 years, the Adams 50 USTA NJTL (District 50 Education Foundation) has used the sport of tennis to promote positive youth development in the Denver area. Eighty percent of the participants live below the poverty line in this high need Hispanic-based school district, but with a focus on mentoring, tutoring, healthy lifestyles and nutrition, this program is helping to create unique, powerful, positive and competent young people who believe they have a future and are important.



BUDDY UP NEW ALBANY, OHIO

Will and Aidan are both players and volunteers in the Buddy Up Tennis program. These nine-year-old “veterans” serve as peer mentors to new athletes that are learning to play tennis. Buddy Up Tennis is a weekly, high-energy program focused on adaptive tennis, fitness, and fun for children and adults with Down syndrome. When opening a new location, it is important to provide adequate training for the coaches and volunteers. Aidan and Will serve as seasoned athletes who play alongside the new athletes, offering encouragement and showing them how much fun tennis can be!

MALIVAI WASHINGTON YOUTH FOUNDATION JACKSONVILLE, FLA.

The MaliVai Washington Youth Foundation promotes academic achievement and positive life skills in Jacksonville youth through the game of tennis. Tennis is used to engage youth in an active and fun recreation program. By using the correlation of success on the court with success in life, programming helps to foster leadership, sportsmanship, self-esteem, confidence, discipline, accountability and the value of hard work, teamwork and individual effort. Founded in 1997 and originally served 60 children, MWYF currently provides thousands of at-risk youth in grades K–12.





PORTLAND AFTER SCHOOL TENNIS & EDUCATION PORTLAND, ORE.

Portland After School Tennis & Education (PAST&E) is a nonprofit whose mission is to create partnerships with families, schools and volunteers to help at-risk K-12 students achieve academic and athletic success. Founded in 1996, PAST&E provides one-on-one academic tutoring, tennis lessons, a nutrition/fitness curriculum, parent education and a “Best in Class” development program serving junior players who excel at tennis. Through extended learning, summer and enrichment programs, more than 1,000 at-risk children and their families have been impacted.

LOWCOUNTRY YOUTH TENNIS ASSOCIATION CHARLESTON, S.C.

Lowcountry Youth Tennis Association is a Charleston, S.C. based non-profit, dedicated to changing lives through tennis. The mission of LYTA is to provide vibrant youth programs that promote a fun, healthy lifestyle and life skills development through tennis. LYTA has partnered with the Youth Sports and Afterschool Directors on the military base near Charleston to incorporate tennis into their existing youth programs. Through the implementation of the ACE Curriculum, families on the base are given a constant experience of education, exercise, competition, and most of all friends to help with the integration into their military homes.



THE FOLLOWING PROGRAMS WERE AWARDED 2014 GRANTS BY USTA FOUNDATION:

ACEing Autism Inc.
West Hollywood, Calif.

An Achievable Dream, Inc.
Newport News, Va.

Apple Ridge Farm Incorporated
Roanoke, Va.

A's & Aces, Inc.
New Orleans, La.

Atlanta Youth Tennis & Education Foundation
Atlanta, Ga.

Black Women in Sport Foundation
Philadelphia, Pa.

Bob Pass Tennis & Education Foundation
Fairfax, Va.

Booker T. Washington Community Service Center
San Francisco, Calif.

Boys & Girls Clubs Of Central Virginia
Charlottesville, Va.

Boys & Girls Clubs Of Marin And Southern Sonoma Counties
Petaluma, Calif.

Boys Club Of Wake County Inc
Raleigh, N.C.

Buddy Up Tennis
New Albany, Ohio

Capital Region Youth Tennis & Education-15-LOVE
Albany, N.Y.

Community Foundation Of Greater Greensboro
Alamance Junior Tennis Foundation
Greensboro, N.C.

Community Partners (for the benefit of DhhEAF)
Los Angeles, Calif.

Courier's Kids
St. Petersburg, Fla.

Dallas Tennis Association
Addison, Texas

Danbury Grassroots Tennis & Enrichment Program
Danbury, Conn.

East Palo Alto Tennis And Tutoring
Palo Alto, Calif.

Educational Foundation For School District 50
Westminster, Colo.

Embrace Your Dreams
Bethlehem, Pa.

First Missionary Baptist Church-Wilson's Mills/Next Level
Wilson's Mills, N.C.

First Serve - Nm Inc
Santa Fe, N.M.

First Serve OKC Foundation
Oklahoma City, Okla.

Flywheel Sports Based Youth Development
New Castle, Pa.

Friends Of Oakland Parks And Recreation
Oakland, Calif.

Gainesville Area Community Tennis Association
Gainesville, Fla.

Genesis School Inc.
Kansas City, Mo.

Greater Enrichment Program Inc
Charlotte, N.C.

Greensboro Tennis Foundation Inc
Greensboro, N.C.

Harlem Junior Tennis And Education Program Inc.
New York, N.Y.

Hebni Nutrition Consultants, Inc.
Orlando, Fla.

Houston Tennis Association
Houston, Texas

Inner City Tennis Clinics
Painesville, Ohio

Innecity Tennis Foundation
Minneapolis, Minn.

Jewish Council For Youth Services
Chicago, Ill.

John & Patty McEnroe Foundation
New York, N.Y.

Junior Tennis Ambassadors
Colo de Caza, Calif.

Junior Tennis Champions Center
College Park, Md.

Kedila Family Learning Center
New Orleans, La.

King Street Center Inc
Burlington, Vt.

Lancaster Tennis Patrons Association, Inc.
Lancaster, Pa.

Laredo Tennis Association Inc.
Laredo, Texas

Legacy Youth Tennis & Education
Philadelphia, Pa.

Louisville Area 10 And Under Tennis Association Inc
Louisville, Ky.

Love To Serve Incorporated
Chicago, Ill.

Lowcountry Youth Tennis Association
Daniel Island, S.C.

Malivai Washington Kids Foundation &
City of Jax Parks & Rec
Jacksonville, Fla.



THE FOLLOWING PROGRAMS WERE AWARDED 2014 GRANTS BY USTA FOUNDATION:

McAdams NJTL Of Wichita Foundation
Wichita, Kan.

Milwaukee Tennis & Education Foundation Inc
Milwaukee, Wisc.

National Junior Tennis League Of Indianapolis Inc
Indianapolis, Ind.

New Haven Youth Tennis & Education
New Haven, Conn.

New York Junior Tennis and Learning
Woodside, N.Y.

Norwalk Grassroots Tennis Inc
Norwalk, Conn.

One All Tennis Association
El Cajon, Calif.

Peninsula Metropolitan YMCA
Newport News, Va.

Portland After-School Tennis & Education
Portland, Ore.

Prince Georges Tennis And Education Foundation Inc
Upper Marlboro, Md.

Prospect Park Alliance
Brooklyn, N.Y.

Providence Community Housing
New Orleans, La.

Puerto Rico Agricultural Extension Service
San Juan, P.R.

Recreation Wish List Committee Of Washington D C
Washington, D.C.

Richmond Community Tennis Association
Richmond, Calif.

Richmond Police Activities League Inc
Richmond, Calif.

Sacramento Area Tennis Association
Sacramento, Calif.

San Francisco Recreation and Park Department/
San Francisco Parks Alliance
San Francisco, Calif.

Sandy Springs Tennis Association Inc
Sandy Springs, Ga.

Sloane Stephens Foundation Inc.
Fresno, Calif.

South Atlanta Community Tennis Association
Atlanta, Ga.

Southern California Tennis Association Foundation
Los Angeles, Calif.

Southern Tennis Patrons Foundation
Norcross, Ga.

Sportsmens Tennis Club, Inc.
Dorchester, Mass.

St. Paul Urban Tennis Program
St. Paul, Minn.

Stephanie Waterman Tennis Foundation
Lenexa, Kan.

TEAM First PAL (Palm Beach Area Tennis Patrons)
Palm Beach, Fla.

Tenacity Inc
Boston, Mass.

Tennis & Education Inc
St. Paul, Minn.

Tennis For Charity Inc
Cincinnati, Ohio

Tennis Memphis, Inc.
Memphis, Tenn.

Tennis Opportunity Program
Chicago, Ill.

Tennis Patrons Foundation Of Greater Pittsburgh
Allison Park, Pa.

Tennis Success, Inc.
Corpus Christi, Texas

The Mayors Fund To Advance New York City
New York, N.Y.

Trident Academy Inc
Mt. Pleasant, S.C.

United Neighbors Inc
Davenport, Iowa

University Of Akron Foundation
Akron, Ohio

National Junior Tennis League Of Trenton, Inc.
Trenton, N.J.

VT-Marty Hennessey Junior Tennis Foundation
Las Vegas, Nev.

Washington Tennis & Education Foundation
Washington, D.C.

Winston Salem Tennis
Winston-Salem, N.C.

XS Tennis And Education Foundation
Chicago, Ill.

YMCA of Metro Atlanta -
Carl Sanders Family YMCA at Buckhead
Atlanta, Ga.

Youth At Heart Inc.
Tulsa, Okla.

Youth Tennis Advantage
San Francisco, Calif.

Zina Garrison All Court Tennis Academy
Houston, Texas



SCHOLARSHIPS

Each year, the USTA Foundation awards scholarships to deserving youth who have participated in organized tennis programs, have demonstrated high academic achievement, and require financial assistance. In 2014, we awarded scholarships to 49 students representing each of the 17 geographic areas that are governed by the United States Tennis Association Incorporated, the Sole Member of USTA Foundation Incorporated. Scholarship expenses in 2014 totaled \$299,000.

2014 USTA FOUNDATION SCHOLARSHIP RECIPIENTS

Marian Wood Baird College Scholarship - \$15,000

Faraah B., Ohio

Dwight Mosley Scholarship Award - \$10,000

Asa C., Md.

William E., Nev.

Dwight F. Davis Memorial College Scholarship - \$10,000

Stefanie A., P.R.

Nicholas H., Ill.

Rosalind P. Walter College Scholarship - \$10,000

McKay N., Nev.

Cory S., N.Y.

Eve Kraft Education & College Scholarship - \$2,500

Alexandra H., Minn.

David L., Neb.



2014 USTA FOUNDATION SCHOLARSHIP RECIPIENTS

College Educational Scholarship—\$8,000

Natalie A., Fla.

Gretchen A., Ariz.

Maya B., N.J.

Krishnua B., S.C.

Stephanie C., Ore.

Megumi C., Va.

Briana C., R.I.

Adrienne D., Fla.

Karl D., Mont.

Mark D., Ariz.

Andrea E., Minn.

Andrew G., Texas

Sari K., Hawaii

Alan K., Wash.

Katrina L., Miss.

Alexandra M., P.R.

Ja'Had M., Va.

Avery M., Pa.

Jamal M., Okla.

Vivian M., Ga.

Thu N., Minn.

Amanda O., Conn.

Eunice P., Calif.

Nolan P., Pa.

Liam R., N.Y.

Claudia R., N.Y.

David S., Calif.

Kyle S., Calif.

Peter W., Ind.

Manlin Y., Texas

College Textbook Award—\$1,000

Adam A., N.Y.

Jordan C., Ga.

Daniel C., Calif.

Joanna C., Calif.

Ethan D., Ohio

Jessica E., Ore.

Whitney E., Minn.

Dallas H., Ga.

Benny R., Texas

Grace E., Fla.



SPONSOR SUPPORT

Thank you to USTA Foundation partners and sponsors for their generous and sustained support throughout 2014. Their belief and commitment to our mission is a driving force behind our success.



FUNDRAISING EVENTS

USTA FOUNDATION WORLD TENNIS DAY CELEBRATION

The BNP Paribas Showdown is a unique, one-night special tennis event held each year on World Tennis Day (WTD) at Madison Square Garden. WTD kicks off the outdoor tennis season across the country, activating tennis providers to organize Tennis Play Days for all kids and adults. The BNP Paribas Showdown draws a crowd of domestic and international tennis enthusiasts and has included current and past champions such as Roger Federer, Pete Sampras, Novak Djokovic, Rafael Nadal, John McEnroe, Andre Agassi, Serena Williams, Maria Sharapova, Caroline Wozniacki, and Victoria Azarenka.

In 2014, the USTA Foundation was named the official charity of the BNP Paribas Showdown and held a World Tennis Day reception, showcasing the Showdown players, to raise money for tennis and education programs for under-resourced youth. This first year event grossed just over \$100,000.





USTA FOUNDATION HAMPTONS PRO-AM PRESENTED BY ESPN

This year, ESPN signed on as the supporting sponsor of the Hamptons Pro-Am providing nineteen amateurs with a memorable experience. Patrick McEnroe, Chris Evert, Tom Gullikson, Madison Keys, Tim Smyczek, Christina McHale, Lauren Davis, Marcos Giron and Jose Higuera helped us kick off our third annual Hamptons Pro-Am with an afternoon of tennis at East Hampton Indoor Tennis followed by an afternoon reception for 75 new supporters of the USTA Foundation and USTA Player Development. Our donors helped this third year event to gross just over \$120,000 to support USTA Foundation and USTA Player Development initiatives.

USTA FOUNDATION OPENING NIGHT GALA AT THE US OPEN

The Opening Night Gala is an unforgettable experience and the major fundraiser that supports the mission of the USTA Foundation. Each year guests are treated to fine dining in the President's Suite followed by courtside viewing of the opening night celebration and exciting tennis matches. A huge financial success, the gala's gross revenue surpassed the \$700,000 mark. This event sells out annually and featured USTA Foundation supporter and Chairwoman, Mary Carillo. Joining Mary were Shaun T, Alec Baldwin, Gayle King, Bill Macatee, and John McEnroe. Two hundred other celebrities, business leaders, elite athletes and guests joined together to raise funds in support of our grants and scholarships.





USTA FOUNDATION PRO-AM AT THE US OPEN

Each year the Pro-Am at the US Open is a dream come true for 16 lucky amateurs who get the chance to play with Tennis Hall of Famers and Champions at the USTA Billie Jean King National Tennis Center on the second Friday at the US Open. Tracy Austin, Pat Cash, Michael Chang, Lindsay Davenport, Mary Joe Fernandez, Henri Leconte, Iva Majoli, Martina Navratilova, Jana Novotna, Mark Philippoussis, Chanda Rubin, Mats Wilander and other world-class players join amateurs from around the world for this fun-packed event followed by lunch and culminating with an exciting afternoon watching the women's semifinals from a luxury suite. We are very appreciative that these champions and amateurs choose to support the USTA Foundation and give back to the sport they love. This year's Pro-Am grossed over \$250,000.

BRICK AND PAVER PROGRAM

The Avenue of Aces® is our most visible donor-sponsored program at the USTA Billie Jean King National Tennis Center – home to the US Open. Inaugurated in 2005, the Avenue of Aces®, is a collection of personalized bricks and pavers that form the pathway from the East Gate Plaza to Arthur Ashe Stadium. In 2010, we inaugurated a “neighborhood” concept on the Avenue of Aces®, starting with legendary champion Billie Jean King. Since then we’ve added eight additional US Open Champion neighborhoods, each having a personalized paver that anchors their own “neighborhood” on the Avenue, supporting the mission of the USTA Foundation. In 2014, the champion neighborhoods include: Andre Agassi, Chris Evert, Stefanie Graf, Billie Jean King, Ivan Lendl, John McEnroe, Martina Navratilova, Pete Sampras, and Randy Snow. Supporters can see their names near their favorite champion and be part of the US Open, while also giving back to tennis.



2014 USTA FOUNDATION DONORS

\$25 - \$99

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Sandy Morris
Elizabeth Morris
Henry Morris

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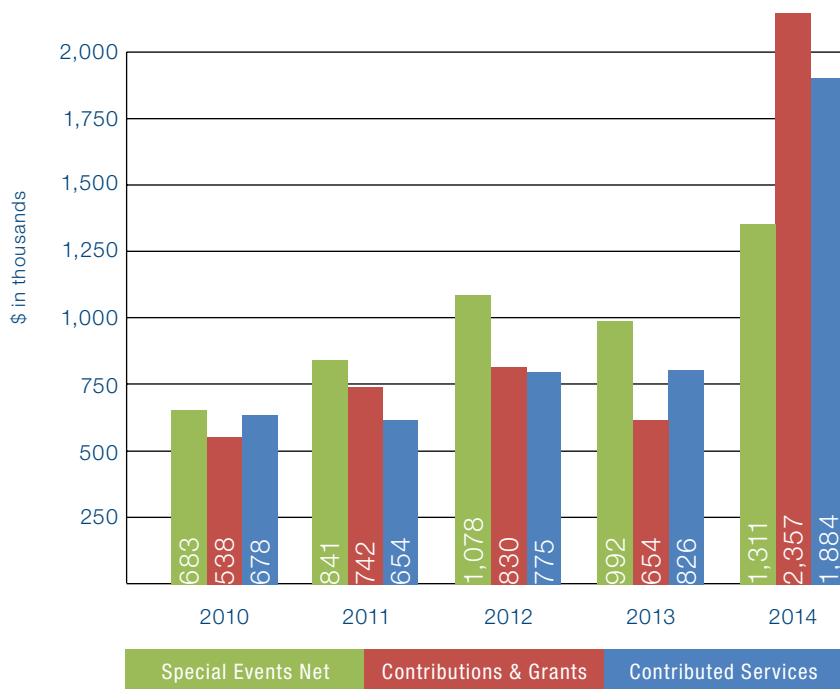
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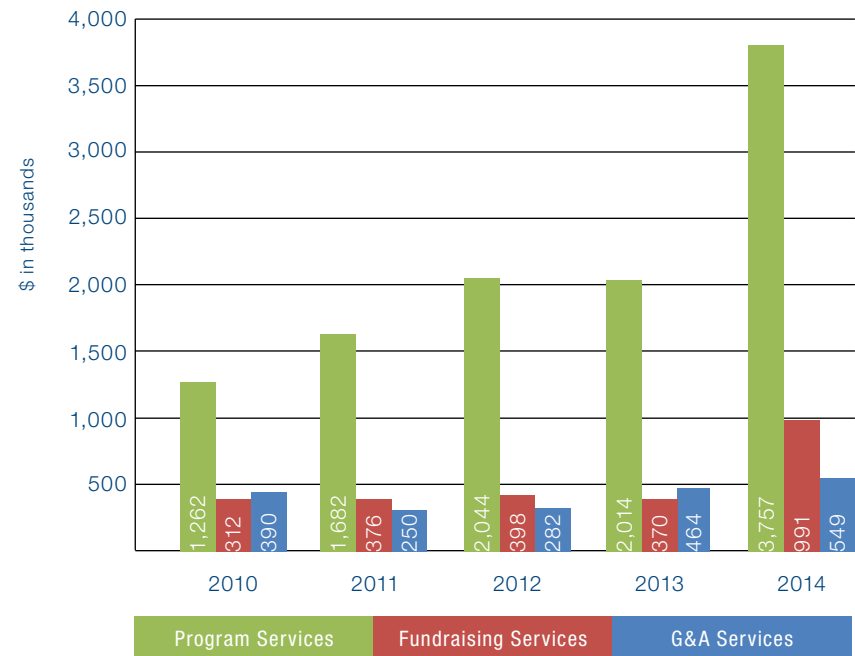
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The charts below provide information about the revenue and disbursements of USTA Foundation for 2014.

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