

Dons Trust Board (DTB)

**Redacted minutes of meeting held at 7.30pm on 19 June, 2018
The Cherry Red Records Stadium, President's Lounge**

DTB members

Mark Davis (Chair)
Roger Evans
Nigel Higgs
Cormac van der Hoeven
Jane Lonsdale
Charles Williams

In attendance

Joe Palmer (Club COO)
David Grows (Ladies & Girls)

1. Introduction and apologies

Apologies were noted from board members Matt Breach, Colin Dipple, Tim Hillyer and Sean McLaughlin, AFC Wimbledon Chief Executive Erik Samuelson and from the Secretary, Tom Brown. Apologies were also reported during the course of the meeting from secretariat members Hannah Kitcher and Roger Edmonds-Brown as a result of problems on the railway. David Grows was attending the meeting for the first item on the agenda so as to discuss Ladies & Girls.

In the absence of members of the secretariat, Jane took notes of the meeting, for Mark to prepare the meeting summary and minutes.

PART 1 – WITH FCB REPRESENTATIVES

2. AFC Wimbledon Ladies

David Grows gave an update on the Ladies & Girls section.

The first team had finished runners-up in the league this year. Having failed to secure promotion, the restructuring of the pyramid meant that the Ladies would be playing at the fourth level of the pyramid, down from the third level this season. The first team is funded by the Dons Trust, Mike Richardson and a further benefactor.

Below the first team are girls' teams up to age 16 and a development squad for the 16 – 19 age group, which are broadly self-financing. There is also a Reserves team, whose players pay higher subscriptions.

There are a number of proposals on the table:

- To improve the pathway for talented players, it is proposed to establish a Tier 3 FA Regional Talent Club (RTC).
- To set up an RTC, it would be necessary to put different sections within different organisations, albeit with some fluidity of players between teams and a co-ordinating body between the two sections.

- Current thinking was that the Ladies section would be managed through a limited company to be owned by the Dons Trust whereas community football would come under the Foundation. Mike Richardson was tasked with reviewing these options over the summer. The recommended option would be implemented for the 2019/20 season.

David fielded questions from board members. He clarified that providing access to football for girls from families who cannot afford the current level of subscriptions was on the committee's to-do list. This would involve looking at the structure of subscriptions as well as working more closely with the Foundation. Proper safeguarding arrangements were in place. Team managers hold UEFA level B badges, which they pay for themselves.

Mark reported that the Trust had been contacted by the Morden Girls League (MGL), seeking renewal of the £500 annual donation from the Trust's 'community chest'. Noting the good work MGL does in providing access to football for girls of a wide range of abilities and circumstances, it was agreed that this application should be supported. Consideration would be given to forging stronger links between MGL and the Ladies & Girls section and to routing the donation via the Foundation.

Joe pointed out that the commercial arrangements with the Club's kit supplier may not extend to the Ladies & Girls section and that there was an opportunity for reducing costs by producing our own kit. David pointed out that predicting the kits that would be required would not be straightforward but agreed to liaise further with Joe on this.

Mark reminded the board that a Service Level Agreement (SLA) was needed between AFC Wimbledon / Dons Trust and the Ladies & Girls. Joe reported that Erik was seeking out suitable examples.

Nigel asked how the Ladies & Girls reported into the Dons Trust Committees. Mark replied that the Oversight Committee liaised with David (as our representative on the Ladies & Girls section) but agreed that consideration of the corporate structure belonged with the Strategy & Organisation Committee.

Noting that firmer recommendations were awaited regarding the precise corporate structure, Mark asked whether board members were content with the direction of travel, in particular the clearer demarcation between the various sections. Jane questioned whether the Trust board had the necessary skills to oversee Ladies football – a point which David acknowledged was being taken into consideration in Mike Richardson's deliberations. Charles wanted to know how this demarcation was handled in other clubs, to which David replied that other clubs typically only operated a Ladies first team. Roger noted that he was pleased with the community football dimension and was interested in opportunities for helping girls from deprived backgrounds to be able to play football. Jane noted that the Foundation does some work with girls' football but wasn't aware of the details.

Subject to these points, the board was content with the overall direction of travel and agreed to review the further details in a couple of months, once Mike Richardson had completed his review of structure.

Actions:

- **Mark to liaise with the AFC Wimbledon Foundation and with David Gowns, and to reply to MGL saying that we would support the application on the above basis.**
- **Joe to check contract and liaise with David Gowns re: kits for Ladies & Girls.**
- **Mark to remind Erik about the need for an example SLA.**
- **Mark and Matt to meet David once further consideration had been given to the most appropriate corporate structure, following Mike Richardson's investigations.**

On behalf of the board, Mark noted the progress being made on the Ladies & Girls section and thanked David for his attendance and for the work he was doing to drive progress. David departed the meeting.

3. FCB Report

Sponsorship

Mark brought to the board's attention that the Club was seeking a betting partner. In accordance with agreed policy, this could not be for stadium naming or front of shirt sponsorship, but other forms of sponsorship were not precluded.

Customer service

Jane queried whether the reference to there having been only two complaints during the quarter (alongside 25 messages of thanks) was correct. Joe agreed that he was aware of a handful of complaints.

Cormac asked about the range of beers in the bars, which he said was deterring some supporters from drinking at the ground, and asked whether the Club would be consulting about the range of beers to be offered at the new stadium. Joe explained that there are four main suppliers in the market and that, whilst the brand names are different, they all offer a similar segmentation of products, e.g. an inexpensive lager, a medium price lager and a premium lager. A similar principle applied to other drinks. It was not obvious what a consultation question would be, other than which of the four supplier brands people preferred. However, the Club was looking to bring in some additional beers from Wimbledon Brewery over the coming season, which would add to the range, with the possibility of an additional counter in the middle bar selling their beer.

Joe added that the more beers the Club brought in alongside those offered by the main supplier, the fewer barrels of the main supplier's beer would be sold and the smaller the rebate that the Club would earn (since the ultimate price paid to the supplier depends on the number of barrels sold). The possibilities were also limited by the very small amount of space in the bars compared to other clubs. There would be fewer such constraints in the new stadium, both

because there would be more bar space and because it would be easier, with a higher number of people drinking in the bars, to achieve the thresholds that trigger a rebate on the price paid to the brewery whilst still offering more additional products alongside those offered by the main supplier.

Jane sought confirmation the consultation with fans about the new stadium would be about the matchday experience as well as stadium design and thought that this should be made clear to fans.

Charles said the quality of food offered around the ground had declined since the beginning of last season and that there were complaints about this. Joe said that he was interested in a broader range of food being available around the ground and is investigating options with Shakey's Diner, the club's general admittance food provider.

Nigel said that the Club does not routinely invite feedback and that it was not customer-focused in the way it operates. Noting an online suggestion that had been passed on from a fan via Webjam, Joe suggested the possibility of an online form for submitting ideas. Mark noted that there was a dividing line between where it should be the Football Club or the DT Board responding to feedback from fans. In the first instance, fans should address their queries about the service they are provided to the Club and the DT Board need only become involved if the Club is not satisfactorily dealing with such enquiries. Cormac noted that some clubs have a supporter liaison officer and that fans do not always know whom to turn to when responses to enquiries are slow. Charles noted that creating a platform for meaningful feedback required substantial bandwidth. Roger observed that board members replying to queries submitted via Webjam needed to be clear as to whether they were replying with an agreed position or submitting their personal views.

Merchandise

Joe reported that preparations were underway for having a shop in Centre Court, Wimbledon for two weeks starting with the kit launch on 1 July.

Jane brought to the board's attention that a member had raised the issue of merchandise pricing on Webjam. Mark had replied on Webjam, having consulted with Joe, that the increase in pricing was the consequence of the supplier having increased their prices. He had also acknowledged, however, that the issue of merchandise pricing was not one the DT board had ever discussed. If the DT board wanted the Club to have a policy on merchandise pricing, e.g. how expensive to be relative to other clubs, then it was for the DT board to tell the Club that such a policy was needed. It was agreed that the issue of merchandise pricing would be put on the agenda for the next meeting (**Action: Tom**) notwithstanding that kit prices for the coming season have now been decided.

Player recruitment

Nigel asked whether the board should be concerned about the lack of new signings, given that training was due to resume shortly. Joe reported that Neal Ardley was seeing a lot of players and was confident that recruitment was in hand. Roger observed that, looking back on recent seasons, a lot had been recruited quite late, including some of the best recruits.

Elite Player Performance Plan (EPPP)

Nigel asked about the nature of the concerns raised in the EPPP audit. Mark reported that Erik Samuelson would provide a summary for the next DTB meeting, assuming that the final report had been received in time.

Jane noted a question from a member as to whether, in common with some other clubs, the report would be published. Mark reported that Erik was not aware of other clubs having done so, but consideration could be given to what to publish once the summary had been given to the DT Board – one consideration being that such reports inevitably focus only on negative points and do not highlight the positives.

Other points

- Roger asked that early visibility be provided to the DT Board of the overall structure of ticket pricing in the new ground.
- Nigel asked about GDPR implementation. Joe acknowledged that he still owed the board a traffic-light rated report on this (**Action: Joe**). Broadly, opt-in rates from season ticket holders and Trust members were around 92% but substantially lower (36%) for other people who had bought things online from the Club in the past. Few commercial partners had responded to the invitation to opt in, so communication to these would need to be on a one-to-one basis.
- Kingsmeadow Live is now being wound down as it does not make a significant profit.

4. Stadium

Roger reported that Scotts had not yet come up with the new costing for the stadium, as they do not yet have costings from all of their sub-contractors, and were now targeting 5 July. This had implications for the timing of a meeting with members on optional extras.

Mark raised the importance of communicating with our members about the timing of meetings.

Turning to crowd funding, Mark reported that Roger, Tom Brown, David Hall and he would be meeting on 21 June to discuss how to handle the Restricted Action associated with the issue of new shares in AFCW PLC. Roger added that David Hall and Mark were part of this work, given their prior experience on Back in Two Ticks, and that David Lloyd was also being brought into the discussion, to advise on communications.

Roger said that it was necessary to come up with the right sequencing of discussions with members about optional extras, stadium design and approval of the Restricted Action. This would be discussed at the 21 June meeting.

Roger had spoken to Mick Buckley (FCB member). It was clear that the crowd funding was the FCB's responsibility whereas the DT Board's responsibility was to consult on stadium design / optional extras and to obtain members' approval for the Restricted Action. The FCB were thinking about commercial aspects of the crowd funding.

Jane noted that AFC Wimbledon fans were not the only target audience for a crowd funding. Opportunities should be explored for obtaining financial support from fans who were not in a position to buy shares, e.g. paying for names on seats, etc.

Roger noted that, besides the Trust's approval of the Restricted Action, AFCW PLC shareholders would need to approve the share issue and that this would require an EGM of the PLC. He also noted the importance of ensuring that the Trust's membership details are up-to-date. Joe reported that the Trust's membership was due to be incorporated into the CRM (customer database) by the end of June.

Concluding the discussion, Mark said that the board would be updated on the proposed timetable following the meeting on 21 June.

Action: Roger to update the DT Board on proposed timeline for consultations and approval of the Restricted Action following the meeting on 21 June.

The board thanked Joe for attending and he departed the meeting.

PART 2 – DTB ONLY

5. Formal adoption of minutes

The minutes of the 10 May and 23 May meetings were approved, subject to some minor amendments that Charles had sent to Mark prior to the meeting.

6. Committee updates

Mark reported that three of the five committees had submitted reports, i.e. Oversight, Engagement & Communications and Stadium. The Organisation & Strategy and Operations Committees had not submitted reports, although Mark and Nigel were able to update on the Operations Committee's work.

Oversight Committee

Mark reported that he and Matt had had a productive meeting with Erik on 11 June, to follow up the discussions at the DT Board meeting on 23 May.

Nigel thought it was a matter for criticism that the Club did not already have a vision of what sort of club it wanted to be, in order to underpin the strategy Joe was working on. He also thought that not having oversight of finance as a committee function was a matter for criticism. Mark pointed out that it had

previously been discussed that Sean and Tim served such a function, albeit they weren't formally a committee.

Nigel reminded the board that he had previously raised the issue of the Club lacking a footballing philosophy and questioned why that would be entrusted to managers who could leave at short notice. Mark reported that he had asked Erik to commission a note from Neal on his objectives for recruitment and approach to football over the coming season.

Action: Mark to remind Erik to procure a paper from Neal re: football recruitment and approach to the season.

Nigel thought that, as a board overseeing a football club, football and finance were the two most important things to oversee. Mark noted that, besides the role of Sean and Tim that he had alluded to, the whole DT Board had regular visibility of the Club's accounts and that they were not particularly complex, so all board members could scrutinise them. Nigel pointed out that there had been a delay in producing the year-end accounts. Mark replied that the recruitment of a financial controller was nearing completion, which would resolve that issue. Nigel thought that the board seemed to be happy with any answer given to it by the FCB.

Stadium Committee

Stadium issues had been dealt with in Part One of the meeting.

Operations Committee

Mark reported that Nigel had emailed Trust members about the updated privacy statement, and that Mark had had a meeting with Joe to discuss Golden Goals.

Mark and Joe had agreed that Mark should seek a volunteer to coordinate Golden Goals. Jane noted that communication with Golden Goal ticket sellers was needed, so that they were aware that action was underway.

Action: Mark to follow up on Golden Goals recruitment.

Nigel reported that the Trust's use of a free Mailchimp account made it cumbersome to email members because two separate lists were required and the existing list was lost every time it was used. Given the importance of communicating with members via email, including the idea of monthly email updates, it was agreed that the Trust should upgrade to a paid Mailchimp subscription, at a cost of around £400 per year.

Action: Nigel to liaise with Tom re: upgrading the Mailchimp account to a paid subscription and to liaise with Sean re: payment.

Engagement & Communications Committee

Jane reported that the child protection procedures for the under-18 Junior Dons coordinators was proving extremely time-consuming. This was exacerbated by the fact that the Club and Trust did not have shared folders, so Jane did not have access to the information on the Club's system about how to put these procedures in place. Charles pointed out that the Volunteer

Liaison Officer should have this information and that the Trust Board should therefore also have access to it too. Jane noted that Roger Dennis was kindly continuing to support the Junior Dons. She advised that communications about the new volunteers would be published when the safeguarding and Disclosure and Barring Service checks had been finalised.

Turning to the draft terms of reference (TOR) for the Diversity & Inclusion working group, Mark asked whether buy-in had been sought from the Club. Jane acknowledged that she needed to share the draft with the Club. Mark further asked whether the work on the demographics of the new stadium was manageable. Jane replied that the working group was supported by a person who brought real expertise in this area and that person had already been in touch with Joe Palmer and Philip Rudling (director of the AFC Wimbledon Foundation) offering help. Roger was pleased that diversity and inclusion was being taken seriously and noted that the issue of religion as an area of diversity was not in the TOR. Jane acknowledged that this was an omission to be rectified. Mark sought and obtained confirmation from the board that, subject to the points raised, the board were content with the TOR.

Actions: E&C Committee to update the TOR to refer to religion, and to share the draft with the club.

Turning to Cormac's paper on communications, Mark noted that he had some comments on the proposals for fan engagement. Cormac acknowledged that these proposals needed further work, noting that the recent open meeting at the Club showed that supporters were energised by that forum. In the absence of time for further discussion, it was agreed that debate on this topic would be continued via the Webjam thread on communications that had been set up following the 23 May board meeting. Jane noted that most board members had so far neglected to contribute to that thread.

Action: Cormac to load his paper onto the communications thread of the Board Webjam, for comment by other board members.

7. Safe standing

Mark reported that a joint letter would be sent from the Club and Trust to local MPs, ahead of the Westminster Hall debate on 25 June. Supporters and members would also be urged via Twitter to write to their MP to ask them to attend and speak up in favour of safe standing.

Action: Mark to finalise the joint letter with Erik and to organise tweets.

Jane noted that Rosena Allin-Khan MP had convened a meeting ahead of the debate and asked whether the Club had been represented at the meeting. Mark was not certain but thought not.

Roger observed that this issue being taken to a Parliamentary debate was positive but was sceptical that it would actually result in the Government

taking action on this issue. Charles said it was a matter of principle and an issue that would need through slow but steady pressure.

8. Supporters Direct & Football Supporters Federation

Mark reported that Tim Hillyer was seeking the board's support for nomination to the Football Supporters Federation (FSF) Council. His position on the board of Supporters Direct (SD) would be finishing at the SD AGM. Nigel considered that Tim's representation on the Council provided valuable insights and should be supported. It was agreed that the Trust should endorse Tim's candidacy.

Action: Mark to let Tim know that the board was happy to endorse Tim's candidacy for the FSF Council.

Mark reported that the AGMs of SD and FSF would be held on the weekend of 28 July. The Trust had not yet submitted its questionnaire response to SD, as a result of which our formal membership had lapsed, and this needed to be reinstated urgently.

The Trust would need to be represented at the SD AGM and Mark was content to do this. There were substantive resolutions to vote on, including the proposed merger of SD and FSF, and Mark agreed to invite board members to vote by email on the Trust's position. Jane noted that the AGM paper on the proposed merger appeared to weigh in favour of a merger but that the SD board's recommendation was against.

Actions:

- **Mark to remind Tom to send off completed questionnaire to SD.**
- **Mark to attend SD AGM on 28 July.**
- **Mark to initiate email or Webjam debate to reach agreement on resolutions for SD AGM.**

9. DTB ways of working

This issue was deferred to a future meeting.

10. AOB & Date of next meeting

There was insufficient time for AOB. The next meeting would be on 9 July.

The meeting concluded at 10.35pm.