

**Dons Trust Board (DTB)**  
**Redacted minutes of board meeting held at 7.30pm on 13 August, 2018**  
**The Cherry Red Records Stadium, President's Lounge**

**DTB members**

Matthew Breach (Vice Chair)  
Mark Davis (Chair)  
Colin Dipple  
Roger Evans  
Nigel Higgs  
Tim Hillyer  
Cormac van der Hoeven  
Jane Lonsdale  
Sean McLaughlin  
Charles Williams

**In attendance**

Tom Brown (Secretary)  
Mick Buckley (FCB Director)  
Hannah Kitcher (Secretariat)  
Terry Langford (Secretariat)  
Erik Samuelson (Club CEO)  
Joe Palmer (Club COO)

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**1. Introduction and apologies**

Apologies were noted from Andrew Howell (Secretariat).

**PART 1 – WITH FCB REPRESENTATIVES**

**2. FCB Report**

**Player transfers**

Erik recounted the rejected bids for Deji Oshilaja. Roger asked whether there were any lessons to be learnt from this episode. Erik advised that a debrief would be undertaken.

Matt asked whether we had yet secured a striker. Erik advised that the striker we were trying to sign was Jake Jervis from Luton.

**Action: FCB to report to October DTB meeting on lessons learnt from Deji transfer negotiations.**

**Volunteers**

There was a discussion about the coordination of the new ticketing arrangements with matchday volunteers.

Tim proposed that thanks be conveyed to those people who ensured the successful roll out of the season ticket cards before the start of the season. This was agreed.

**Action:**

- **Mark to thank everyone involved in getting the season ticket card system up and running, in particular David Grows.**

### **New access system**

Joe reported that the roll-out of the new stadium access system had gone very well. Some cards had bleeped red but, as we were in test mode, the intention had always been to allow people through in this circumstance.

A debrief would be held the following day to go through the issues. Putting switches on each of the individual units would speed up re-booting the system. However, feedback had been very positive that entry was quick and easy.

### **Man of the Match**

Mark reported that only Andy Barcham was in the bar after the match against Coventry whereas there were supposed to be two additional players. Erik advised that he thought there was a rota agreed with Ivor Heller and Neil Cox.

**Action: Mark to speak to Ivor about the Man of the Match rota.**

### **Other**

Jane noted that the FCB report stated that Women at the Game (WatG) had attracted three new fans. This was not correct as the tickets were sold to volunteers helping on the day. WatG would take some time to take off. Anna Slade had done an amazing job and we would be looking to rerun it next year.

Nigel asked whether Kingsmeadow Live (KML) was winding down. Erik confirmed this, adding that KML was now essentially branding for the vintage days, ale festival and a couple of other events.

### **Club branding**

There was a discussion about AFC Wimbledon branding.

### **Catering**

Cormac commented that the catering initiatives sounded really exciting but was disappointed that they were not in place for the Coventry match. He reported that at 2.20pm the queue was seven deep in the middle bar and it was the longest he had seen it. He asked what the time scale was for the new initiatives to be implemented.

Joe advised that the new head chef had started the previous week. There had been a lot of positive comments about the food in hospitality. We had not received the licence to convert disused turnstiles into beverage dispense outlets in time for the Coventry match. David Charles had spoken to the council at the end of the previous week and a temporary licence would be needed whilst awaiting the main one. He also advised that a temporary bar would be opening in the middle bar. Wimbledon Brewery would install a small pure craft ale bar.

Joe advised that the hot food bags would be in place for the Sunderland match.

Tim asked how close we were to appointing a new bar manager. Joe advised that we were unlikely to appoint a new bar manager as the new head chef had run pubs before and had the management skills to take on that role as well.

### **Mediation with Milton Keynes**

Erik reported that he was maintaining contact with Jim Sturman QC in relation to the proposed mediation with Milton Keynes.

### **Finance**

There was an update on Club finances.

## **3. Stadium Update**

Erik advised that we had not received the quote from Scotts as they were still working on it. The Section 73 application to revise the planning permission had just been submitted to Merton. It includes a request to reduce the height of the wall in the North stand as this wall will need to be replaced when we expand the stadium. Therefore, at this stage, we possibly do not need to do all the piling that would be required when you build the north stand. A similar argument could be made for the piling for the south stand. Other areas of potential savings were for only meeting the League One floodlights requirements as opposed to the Championship.

In response to a question from Roger, Erik advised that once the quote was received from Scotts, and discussions about the cost saving options had taken place, it then goes to a stage in contracting called RIBA 4 where you go back to the tenderers, sub-contractors and at that point you have the final costing. He advised that it would be tight to get it signed by the end of September.

Roger reminded the DTB that an update had been put on the website after the May meeting, but nothing had been communicated since. Erik suggested that once we had a figure that was credible we could communicate this development to the fans and explain what would happen next.

Sean reminded the DTB that when it was first agreed to go ahead on an exclusive basis with Scotts, if their costs came in significantly higher than their original estimate we would reserve the right to go back out to tender. Erik confirmed that we still had that right. Sean asked if there had been any discussions internally at what level above the original cost would trigger the recommendation of retendering. Erik advised that he had had a conversation with Tom Woodbury from Motts about what would be involved in going out to tender, and he advised that we could still do that for RIBA 4. Erik suggested that we follow the advice of Tom Woodbury about the credibility of Scott's quote. If he considered some of the figures are not commercially credible then we should go out to tender.

Charles also raised the question about communications with the fans and whether the consultation needs to be reconfigured and suggested this should be discussed at one of the scheduled SGM's.

Erik advised that a successful crowd funding would mean a consultation on some optional extras for the stadium could still be worthwhile. Charles felt that now would be a good time to ask the fans about their match day experience and although this was less pressing than construction issues, it would make the fans feel confident that they were involved in the process.

Matt said he thought that when Shrewsbury built their new stadium they must have got some money from the Football Stadia Improvements Fund and yet they have put in safe standing. The question therefore arises as to whether they had to repay all their grants for not building an all seater stadium and whether this has set a precedent. Erik said he would clarify this.

Jane suggested that we could consult on what people would like a match day experience to be at the Cherry Red Records Stadium and see whether this would be feasible to deliver at the new stadium. The result of this consultation could determine what the priorities are at the new stadium.

Charles agreed to assist in finalising the communications to the fans.

**Actions:**

- **Erik to meet with Colin, Roger & Sean to discuss way forward and timetable for the consultation**
- **Erik to speak to Shrewsbury to clarify the repayment of grants post installation of stand seating.**

**Crowd funding**

Mark reported that he and Roger had met and agreed a timetable to go out to the members. He acknowledged that whilst we may not have all the information it was important to move forward with the crowd funding launch.

Mark advised that, in the following couple of weeks, we would write to all DT members with an explanation of what we are going to do, an information document and a question and answer sheet.

On 13 September 2018 there would be an SGM to answer any questions. We would also use this meeting to update members on the new stadium.

Erik advised that he and Mick and were meeting the crowd funding company the next day. He advised that to accommodate the crowd funding it would be likely that there would be a requirement to change the Memorandum and Articles of Association of AFCW PLC.

Another factor in the timing of the launch was that, currently, the value of the retained earnings in AFCW PLC is approx. £2m retained reserves. At some point in October, once the site has been acquired and the existing stadium sold, the value will be approx £20m. So it would be sensible to have a share offer after these balance sheet improvements have been realised.

Mick advised that at the meeting the following day with the crowd funding company they wanted to establish what their actual process was. They require a lot of documentation on the Club and Plc and will do due diligence on our paperwork. We need to understand how long this would take. In marketing the launch to our fans there were three key things that would need to be developed: a video; a base narrative; and a detailed business plan. Mick invited the DTB to look at the crowd funding company's website to see how

organisations presented themselves. We need to think about the process of how we would launch the share issue to fans.

**Action: DTB to look at crowd funding website to see how organisations presented themselves.**

Roger reminded the DTB that we have got to get 50% of DT members to vote and 40% have to vote in favour. Once the vote had been achieved there is no deadline as to when the share issue needs to take place.

**Action: Mark will send the SGM papers to Mick for review.**

#### **4. FCB Remuneration**

This item would be carried over to the next meeting.

#### **5. Merchandise Pricing**

Joe advised that he had updated the merchandise pricing report with the prices from the Championship, League One and Two. The price of our adult shirt was £48 and juniors £26. He advised there were 10 Championship clubs that had the same or higher price than our adult shirt. In League One, Sunderland were the only club priced more than ours. This was partly because of our long-standing policy of charging a premium for an adult's shirt to reduce the cost of a child's shirt. The average League One price was £42.24. The average Puma price in League One was £44.75. There were no London clubs less than £45.

Joe was in agreement with the junior pricing policy. He considered that moving back to the new stadium and the fact that we have one of the lowest junior prices will hopefully attract new younger fans.

Nigel asked how many shirts we had sold. Tim advised about 2,000 adult shirts and 1,000 children's shirts of the home kit. Joe advised that for the first time at the Coventry match, we had sold £10k of merchandise at a single match.

Cormac said that Premiership and Championship clubs have two to three new shirts per season. An AFC Wimbledon shirt has a shelf life of two years.

Charles commented that it was only because Sunderland had been relegated that we do not have the most expensive shirt in League One and was not comfortable with that. Jane agreed. Joe responded that with the cross subsidy we had the cheapest junior shirt in the league and that is a stronger story. He added that the adult shirt had been priced at £45 for four previous seasons.

Tim advised that one of the selling factors that tips the balance is that all the profits go to the playing budget and people understand that at this club. Joe considered the conundrum that the clubs in the Premier League, who can afford to sell their shirts at a cheaper price, are the most expensive and the clubs who need the funds more charge less. Tim also advised that the shirts we sell are exactly the same shirts that the players wear, which is not true at

many of the Premiership clubs, who sell inferior replica shirts. He also reported that the question of the price of the shirts was not something that comes up in the shop.

Mark clarified with Joe that he was happy with the cross subsidy policy and invited the DTB to comment. The DTB decided that they wished to discuss the matter of pricing further via Webjam before reaching a conclusion.

**Action: DTB to discuss merchandise pricing on Webjam**

This concluded Part One of the agenda and on behalf of the DTB Mark thanked Erik, Joe and Mick for their input and they departed the meeting.

**PART 2 – DTB ONLY**

**6. Approval of July DTB Minutes**

Mark asked if there were any comments about the previously distributed minutes from the previous meeting.

Jane commented that it was agreed at the meeting in May that a communication should have gone out to update fans about progress on the stadium but this had not happened and it reads as if the Engagement and Communications Group have not done something that they were supposed to do, despite this not being in their terms of reference. It was agreed to leave the minutes as they are.

The 30 day deadline for publishing redacted minutes was discussed. Jane was concerned that this deadline gave no opportunity to comment on the changes that other board members had requested. Sean thought it was strange to publish minutes before they had been formally approved. It was agreed that, in future, redacted minutes would be published within a week of the subsequent monthly board meeting at which they would be agreed. However, we would still publish the Webjam summary promptly after the meeting.

**Action: Hannah to communicate this timeline change in the summary of this meeting.**

The minutes of the 9 July 2018 meeting were approved.

**7. Working Group Updates**

**Oversight Committee**

Mark updated the DTB on matters of FCB oversight.

**Strategy and Organisation**

No report had been received prior to the meeting. However, Matt reported that five volunteers had agreed to help with the strategy consultation. He had received some input from Joe on the scenarios he would like to be considered and these essentially coincided with the questions we had identified.

Matt advised he was getting together with Joe and the five volunteers, hopefully by the end of the month, to outline what we want to achieve and compile a timeline. An advert would then be placed to get some more volunteers. Assuming the Restricted Action had been completed the proposal would be to launch the survey between October and the AGM. What was important was that there was no confusion between this survey being "what sort of club do you want?" and the stadium consultation being "what sort of stadium do you want?"

On the organisation side, Matt reported that a meeting would be set up, now everyone was back from holiday.

### **Stadium Committee**

Roger, Colin and Sean to meet Erik to agree an indicative consultation timeline.

### **Engagement and Communications**

There were no questions in relation to this report.

### **Operations Committee**

In response to the report Tim asked whether anyone had claimed the Golden Goals prize yet. Mark advised they had not. Sales were just over 700 tickets of the 900 printed. Jane noted that thanks should go to Mark and whoever organised the new Golden Goals cards and the new volunteers. Thanks to Joe for sourcing the scratch card supplier.

## **8. SGM Update**

Jane asked how many days' notice we have to give for a meeting. It is 14 clear days. Jane said that if someone wanted to submit a resolution had we given them enough notice of the intended meeting? Mark noted that because we have not been advertising SGM's far enough in advance this year a member would not really know when they have to submit a resolution by. However, any resolution not submitted in time would get carried over to the next meeting.

Mark invited approval to delegate authority to him to finalise the wording of the Restricted Action paper for the SGM. Mark thanked the DTB for the unanimous vote.

## **9. Communications**

Cormac said there were some subtle devices we could put in place to show that the DTB were willing to listen to members' concerns.

He noted the success of the Diversity and Inclusion Group. Everyone left the April meeting feeling engaged and empowered. He suggested, in addition to the DT kiosk and being around on a match day, holding a meeting, perhaps once a month after a game, for DT members to be able to question one or two DTB members. He suggested inviting members on Webjam to make suggestions for what topics they would like discussed at these meetings. Success could be measured on how many attended, or helped to solve a problem, but it would put us on the front foot. One month it could be invites to 14 to 18 year-olds.

Charles felt this was a good idea. A way it could work is that we select the topics we want to discuss, invite people to attend and cap at a certain number.

Mark was in principle attracted to the idea and suggested a rota for DTB members to attend. It was suggested that all DTB members should be involved rather than just a few. Nigel felt that this may not suit all DTB members who are with their families and would prefer to go home after the game. If a venue could be found it may be better to hold the meeting before the game.

**Action: Cormac to produce a formal proposal for a member engagement matchday event.**

## **10. AFC Wimbledon Ladies**

Mark introduced the new paper from David Grows. Mark noted that the FCB's understanding is that the Ladies would report quarterly to the FCB. Nigel asked through whom on the FCB the Ladies would report.

Mark asked whether the DTB were content that AFC Wimbledon Ladies should be owned by AFCW PLC rather than directly by the DT. Reporting arrangements should be through the FCB and only periodically to the DTB.

Jane commented that it was interesting to see that they had a target of 50% of directors to be female, in contrast to the rest of the group. She considered this should cover other aspects of diversity too. Mark considered that the point about 50% female was because it was specific to Ladies and Girls.

It was agreed that the broad thrust of where the Ladies and Girls section sat within the organisation was as per the paper.

**Action: Mark to obtain clarification from the FCB on the reporting structure of the Ladies and Girls section.**

## **11. Supporters Direct (SD)**

The DTB unanimously ratified the validity of two votes conducted via email:

- To vote for Paul Cuffe, Neil Le Milliere and Tom Greatrex in SD's election;
- To vote in favour of the proposed merger of SD and the Football Supporters Federation, at SD's AGM. Mark, Matt and Cormac had voted in favour; Jane had voted against. Tim, as a board member of SD, had abstained and other DTB members had not voted.

## **12. DTB Ways of Working**

This item will be discussed via the DTB webjam.

### **13.AOB & Date of Next Meeting**

Jane said she was disappointed to see that the DT membership was still not on the Club's CRM. Mark reported there now appeared to be a solution. He advised that David Grows would be the person to contact about moving this forward.

Tim said that the volunteer code of conduct was due to have been distributed to volunteers before the start of the season but this had not happened. Mark advised that the Club had requested Rick Thomas (the Volunteer Liaison Officer) to make some changes to the code, which may be why there was a hold up.

The next meeting would be on 12<sup>th</sup> September 2018.

The meeting concluded at 10.35pm.