

Draft minutes of the Annual General Meeting of the Wimbledon Football Club Supporters' Society (the Dons Trust) held at The Cherry Red Records Stadium on Thursday 5 December 2013.

Apologies

Dons Trust Chairman Matthew Breach opened the meeting with apologies for absence from a number of Dons Trust members.

Minutes of the SGM held on 16 September 2013 (Agenda item 1)

Members unanimously passed the minutes of the previous SGM.

Results of election to the Society Board (Agenda item 2)

Chairman of the Election Steering Group Dave Boyle said that he was unable to announce the formal results of the Board elections at the meeting. Approximately 700 votes had been received (around 40% of the membership). Of these, four members had asked to vote by post, but subsequently had switched to online voting. The SG needed to be sure that no-one had voted twice. The voting was extremely close, however he could confirm that David Grows was elected. This was relevant because of his membership of the AFCW plc board, the AGM of which would follow this meeting. Matthew Breach thanked Dave and members of the ESG for their hard work in support of the election process.

(Later in the meeting, it was announced that the following candidates had been elected to the DT Board: Jane Lonsdale, David Grows, Zoe Linkson, Mark Davis, Moorad Choudhry, with the number of votes each received to be announced after the meeting. This meant that the remaining candidate, Tom Adam, was not elected. Tom Adam was thanked by the Chair for his many years good service to the Dons Trust Board).

Dons Trust 2013 Annual Report and Accounts (Agenda item 3)

There were no comments on the report and accounts.

Resolution 1: *To approve the Society's annual report and accounts for the year ended 30 June 2013.*

Resolution 2: *To reappoint BDO LLP as auditors of the Society for the year to 30th June 2014.*

Members voted in favour of both resolutions, in each case with no objections and one abstention.

AFCW plc 2013 Annual Report and Accounts (Agenda Item 4)

There were no comments on the report and accounts.

Resolutions to be taken by the Board for the AFCW PLC Meeting (Agenda Item 5)

In issuing this notice and in accordance with paragraph 5a) of the Schedule to Rule 22 of the Constitution, the Secretary certifies that none of the Resolutions constitute a Restricted Action.

Resolution 3: *That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of approving AFCW PLC's accounts and the reports of the directors and auditors for the year ended 30 June 2013.*

Resolution 4: *That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of approving the reappointment of BDO LLP as auditors of the PLC for the year to 30 June 2014.*

Resolution 5: *That the Dons Trust Board be authorised to cast the Dons Trust's vote in favour at this year's AGM of AFCW PLC for the following special resolution for the 'Authority to allot Ordinary shares' (Resolution 5 on AFCW PLC Agenda):*

That, in accordance with section 551 of the Companies Act 2006, the directors be hereby generally and unconditionally authorised to allot further Ordinary shares of £0.01 each up to an aggregate nominal amount of £150,000, to such persons as and at such times as they think proper providing that such authority shall expire (unless previously reviewed varied or revoked by the company in general meetings) after the prescribed period which shall be twelve months from the date of this resolution.

Resolution 6: *That, subject to Resolution 5 of the AFCW PLC Agenda being passed, the Dons Trust Board be authorised to cast the Dons Trust's vote in favour at this year's AGM of AFCW PLC for the following special resolution for the 'Disapplication of pre-emption rights in relation to Ordinary shares' (Resolution 6 on AFCW PLC Agenda):*

That, in accordance with section 570 of the Companies Act 2006, the directors be and are given the general power to allot Ordinary shares of £0.01p each for cash, pursuant to the authority conferred by resolution 5 up to an aggregate nominal amount of £150,000 at any time for the prescribed period of twelve months from the date of this resolution as if the statutory pre-emption rights in section 561(1) of the Companies Act 2006 did not apply to any such allotment.

Resolution 7: *That the Dons Trust Board be authorised to cast the Dons Trust's vote in favour at this year's AGM of AFCW PLC for the following special resolution for the 'Authority to allot A Ordinary shares' (Resolution 7 on AFCW PLC Agenda):*

That, in accordance with section 551 of the Companies Act 2006, the directors be hereby generally and unconditionally authorised to allot further A Ordinary shares of £0.01 each up to an aggregate nominal amount of £12,373 to such persons as and at such times as they think proper providing that such authority shall expire (unless previously reviewed varied or revoked by the company in general meetings) after the prescribed period which shall be twelve months from the date of this resolution.

Resolution 8: *That, subject to Resolution 7 of the AFCW PLC Agenda being passed, the Dons Trust Board be authorised to cast the Dons Trust's vote in favour at this year's AGM of AFCW PLC for the following special resolution for the 'Disapplication of pre-emption rights in relation to A Ordinary shares' (Resolution 8 on AFCW PLC Agenda):*

That, in accordance with section 570 of the Companies Act 2006, the directors be and are given the general power to allot A Ordinary shares of £0.01p each for cash, pursuant to the authority conferred by resolution 7 up to an aggregate nominal amount of £12,373 at any time for the prescribed period of twelve months from the date of this resolution as if the statutory pre-emption rights in section 561(1) of the Companies Act 2006 did not apply to any such allotment.

Before the resolutions were voted upon, Matthew Breach asked if there were any questions. A member asked if the Club had any potential financial exposure to the Cooperative Bank. Club Chief Executive Erik Samuelsson replied that a some cash had been moved out of the bank some months earlier, with some retained to ensure that the account was kept open.

Resolutions 1 to 8 were unanimously passed with no abstentions.

Football Club Board Questions & Answers (Agenda item 6)

Matthew Breach invited questions from the floor to Erik Samuelson, representing the Football Club Board.

Q: What were the circumstances of fans being removed recently from the Nongshim Stand?

A: Erik explained that the fans had been repeatedly asked to sit down and had been eventually been ejected. One fan was later involved in an incident with a police officer and steward. Erik then explained the Club policy on ejections.

New Stadium update

A member asked that people voting on the **Bring the Dons Home** website to include their full postcode, as this data was very useful for demonstrating to Merton Council where our core fans lived. In the ensuing discussion, it was noted that the other bid for the greyhound stadium was claiming that they had 5,000 supporters; however it was probable that these were largely greyhound racing fans, not local people.

In response to a further question, Erik said that although the Planning Inspector could only make a recommendation to the Merton planning committee, it would be very difficult for the Council to go against his decision.

Q: What does the term 'community stadium' mean, how would any community share issue affect the voting of DT members, and what was the future of Kingsmeadow?

A: Erik explained that a community stadium would be owned on behalf of the community through the Dons Trust. It would be the hub of the Club's work and activity in the local community He confirmed that any community share issue would not dilute the voting rights of DT members; in fact you would need to be a DT member in order to buy community shares. The DT owns AFCW plc and would also own the body that would own the new stadium. As regards Kingsmeadow, the Club and DT agreed that we had a moral obligation to look after Kingstonian; Erik said that he had been speaking to K's chairman about this. Potential future use for the site was a matter of debate, with no decision having yet been taken. In reply to a further question, Erik said that the Club's development partner Galliard would own the new stadium freehold, while it would be Merton Council's responsibility to make decisions that were in the best interests of residents.

Q: Where the S106 money from the development would go?

A: Erik said that he expected that there would be money available to help fund the stadium.

Dons Trust Board Questions and Answers (Agenda Item 7)

Matthew Breach updated the meeting on the DTB's strategy work. The Board had made good progress with this, although there was not yet sufficient detail to bring a formal report to this meeting. With the help of consultants, a series of interviews had been conducted with each DTB and FCB member, followed by a day-long workshop. Matthew summarised what had come out of that process, which had included an updated vision and outline set of DT values. The DT's goals were to achieve the move to a new stadium, to have achieved promotion to League 1 within 5 years, and to ensure that, from a business/organisational perspective, the Club was sustainably successful.

Matthew added that possible future business models were being examined, on which the boards were close to a consensus. He said that DT members would be fully briefed, including a set of recommendations, at the May SGM.

Matthew said that the Club was a month or two from finalising the 2014/15 budget; ticket pricing would form part of that process, and fan feedback would be welcomed, including on the possible phasing out of concessions in the main stand and their transfer to the Nongshim Stand. A member

commented that supply and demand was the key issue, noting that the main stand always sold out, but that perhaps ticket pricing for the You Golf Travel stand should remain unchanged.

Another member asked why there always seemed to be empty seats in the main stand. Erik replied that an analysis had been done on this; the problem was those season ticket holders who regularly missed games. The Club planned to write to those people to encourage them to inform the Club whenever they were unable to attend, so that the tickets could be re-sold.

Q: Are there plans to redevelop the Your Golf Travel stand?

A: Erik said that there were not, other than to do the absolute minimum, whilst we had aspirations to return to Merton. He added that various options had been considered but the groundwork would be prohibitively expensive. However, the Club was keen to install toilets behind the stand, about which discussions were taking place with Kingston Council.

Any Other Business (Agenda Item 8)

1. Mark Davis reported that the Junior Dons Christmas Party would take place on Sunday 2 February. Tickets were £5 online or on the day.
2. Mark Davis also confirmed that tickets for the 'Gossip, Goals and Glory' evening with ex-players including Jon Main and Ben Judge were now on sale online.
3. Zoe Linkson said that food bank collections would be continuing over the Christmas games and encouraged members to contribute items.

The meeting closed at 9.00pm