

**Draft minutes of the Special General Meeting of the Wimbledon Football Club Supporters' Society (the Dons Trust) held at The Cherry Red Records Stadium on Monday 16 November 2015.**

**1. Welcome and opening remarks**

Matthew Breach (MB), as Chair of the meeting, opened the meeting. Apologies for absence were noted from Roger Dennis. MB welcomed Neil Springate of the Fulham Supporters Trust, who was overseeing the Restricted Actions voting and board elections.

**2. Approval of minutes of SGM on 22 & 24 September 2015**

The minutes of the SGM of 22 & 24 September 2015 were accepted without comment.

**3. Stadium update**

Erik Samuelson (ES) outlined recent developments on the stadium project. He reported that:

- A meeting had taken place that day between Galliard and the London Borough of Merton to discuss the viability statement for the development. Provided the outcome was positive, ES hoped that the application would be considered by the planning committee in December. The club would communicate the arrangements for attending the Planning Committee.
- The stadium design was being refined to keep costs down. Delays in planning had led to cost inflation on the build cost estimates. The refinements to the design were nearly complete.
- The amounts of funding available from Galliard and Chelsea were reasonably certain. A loan for the unfunded portion of the project was being pursued via two intermediaries. The contract with Chelsea had not yet been signed as there were a few outstanding points before the contract could be finalised by lawyers. An initial payment would be made by Chelsea following signature, which would release funds for stadium design costs.
- The club had asked the Football Stadium Improvement Fund (FSIF) whether the existing grants from Kingsmeadow, and the charge over the stadium, could be transferred to the new stadium, and whether that could happen if the new stadium was not all-seater. FSIF had replied that, in principle, the grant and charge could be transferred, but only if the new stadium was all-seater. This meant that, if the stadium was to include standing terraces, the grant would need to be repaid to FSIF shortly after completing the sale of Kingsmeadow to Chelsea. Furthermore, the club would not be able to apply to FSIF in future for a further £200,000 of grants, bringing the effective cost of standing space to nearly £1 million.
- It was not impossible that the additional £1 million could be funded but it was uncertain and was in addition to the amounts provided for in the finance plan for the stadium. A decision did not need to be made immediately on whether the stadium was to be all-seater but would need to be taken before long. FSIF had also advised, informally, that they were unlikely to accept that rail seating could be considered as seating. FSIF's hands were tied by the legislation, and the rules would not change before a decision needed to be made.

There were a number of questions from the floor regarding the planning decision process, including the steps following a decision by the committee, the position of the Environment Agency and the attitude to the development of Labour's Mayoral candidate.

Before taking questions on the issue of an all-seater stadium, MB noted that a final decision had not yet been made on whether or not to include space for standing. It was an important decision on which the board wished to engage members, so a survey would be held in the New Year. The questions needed to be framed correctly – it was not just a question of whether or not members would like to see standing room included but how this would rank against other possible uses of the necessary funding. He noted that the decision was what to do in the short term, as the design would allow for a change to standing room in the longer term.

Questions were then taken from the floor.

- Rob Crane asked whether, if FSIF grants were no longer repayable after 10 years, we could wait a bit and then remove seating. ES replied that this was the case but, as £445,000 of the grants had been received for the construction of the John Green stand a couple of years ago, this meant that the amount repayable would not decline substantially for some years.
- Paul Good read out a comment he had posted on the DT website: "We can't afford to not have Safe Standing! Terrace/Safe standing = better support = better performances = better results = better experience = better attendances = more revenue = better players = better support. What's more you can fit up to 1.8 times as many people in the space taken up by a seat so you can reduce ticket prices, be more accessible to those on low incomes and make more money!" MB replied that the arguments presented in Paul's statement were arguments as to why the club would like to include safe standing, adding that members should get behind the Football Supporters Federation's campaign for safe standing.
- Tom Adam asked whether the decision to include seating or standing affected the rake (i.e. steepness). MB replied that it made no difference because the intention was to provide for eventual promotion to the Championship, which still requires an all-seater stadium.
- Ian Hidden asked whether AFC Wimbledon could serve as an exemplar to the authorities of what safe standing could be like. MB acknowledged this as a possibility but noted that safe standing could only be used at Ashton Gate for rugby matches, not by Bristol City.
- Tom Adam asked whether we could simply leave an area of the stadium without seats and without being used. ES replied that this would probably be unacceptable to the FSIF.
- Paul Goode asked whether, if the club repaid the FSIF grant, it could apply in the future for a grant at such time as the rules on safe standing were changed. ES replied that this was not possible as grants that are repaid still count towards the maximum available to a club.
- Colin Dipple asked how funds would be generated for the new stadium and what would happen if there was a shortfall. MB listed the proposed sources of funding: contributions from Chelsea and Galliard, leaving a balance of £3 – 7 million to be raised from bank loans and/or community share issue. The current thinking was that the community share issue would be the final piece of the jigsaw puzzle to provide any balance of funds required.
- Barrie Scott asked whether the £3 – 7 million figure allowed for a contingency in the capital cost. MB confirmed that this was the case.

- Jane Lonsdale (JL) read out a comment from Robin Hall on the DT website: “There must surely be a saving in building standing over seating. Rails must end up being cheaper to install (and maintain) in the long run than seats, so there would be an off-set wouldn’t there? The total damage would be less than £770,000. Wouldn’t it?” MB confirmed that the difference in the costs of installing seating and rail seating were very similar.
- A member asked whether rail seating could be sponsored. MB noted that the club would be seeking an overall sponsor for the stadium, so raising sponsorship for individual elements might not increase the overall amount raised substantially.
- Colin Dipple asked whether potential stadium sponsors had been approached. ES replied that a specialist firm had been appointed to help with this and that a booklet and presentation were ready to be sent out once planning permission had been received.

Concluding this agenda item, MB noted that further questions could be taken under AOB.

#### **4. Voting on Resolution**

Mark Davis (MD) presented, and invited questions on, the following resolution:

*“To authorise the Board to permit the sale of the Kingsmeadow stadium to an outside party, as described in the information package sent to members in September 2015. This authorisation will lapse on 31 December 2016.”*

MD explained the percentage approvals that were required in the second round of voting on a class A Restricted Action and the procedure for the vote. MB, as Chair, then demanded a poll in accordance with rule 44 of the Constitution, and the vote took place and was counted.

Following the count, the Secretary David Hall reported that:

- There were 2,252 eligible members as at 30 September – this was slightly higher than the 2,249 members reported at the previous SGM because five further people whose membership had been paid by that date had been identified but two members had died, including the founder of Supporters Direct Brian Lomax OBE.
- 1,949 votes had been cast, representing a turnout of 87% - higher than the 50% minimum required by the Constitution.
- The number of votes cast in favour of the resolution was 1,918, representing 98% of votes cast – higher than the minimum proportion required by the constitution of two-thirds.
- The number of votes cast against the motion was 19 and a further 12 votes were abstentions or spoiled ballots.
- Of the 1,949 votes cast, 1,666 were from online proxy submissions, 278 from paper proxy forms and five by members who had voted in person at the SGM.
- The resolution was therefore passed.

MD thanked members for having voted, the secretariat and the 40+ volunteers who had helped the process to that stage. He noted that 92% of members had taken part in one or both votes.

MD explained that the next step would be for the same resolution to be put to the AGM of AFCW PLC as a Special Resolution. The outcome of that vote would be determined by the Dons Trust casting its vote. As a formality, the DT Board would be agreeing how its vote would be cast at the board meeting on 19 November.

A member asked whether the high turnout was likely to carry through to the board elections. MB hoped this would be the case, noting that engagement with the DTB on matchdays had increased.

There were questions about Survey Monkey – some members had been asked to sign in. DH urged members to get in touch if they had not received their voting invitation for the board elections.

MB concluded this item by inviting those present to thank MD for his work on Back in 2 Ticks.

## 5. AOB

MB invited questions from the floor.

- A member asked whether the Dons Trust would remain unchanged following the move to a new stadium. MB replied that the basic structure of the Trust would remain unchanged, although a process there was an ongoing review of how the club is organised.
- Paul Goode asked what the survey questions would be. MB replied that this was not yet decided but needed some thought.
- JL read a comment on the website from Adam Russell: “I would like us to have safe standing but we are not rich oil barons. The debate needs to be wider. ie. If we have £1m of spare capital, what should the priority be? A permanent and improved training facility? Better conferencing facilities to increase our revenue? An increased playing budget? Terracing? There are so many areas of the club that need investment, simply narrowing a debate about whether to have a terrace disregards all the other areas we should be investing into.”
- Tim Hillyer noted that there had been a members’ resolution the previous year about representation of supporters in the board room at away games and asked where this had reached. MB replied that one of the two board members looking at this had resigned and the other was standing down at the election, so MB would be picking up this action himself.
- A member asked whether the Dons Trust structure could remain in place if a community share issue was pursued. MB confirmed that this was the case.

MB reported that the Junior Dons’ Christmas Party was on 6 December and that bookings could be made until 22 November.

Concluding the meeting, MB reported that the next meeting would be the AGM. This was currently scheduled for 10 December but, as that was the date currently considered most likely for Merton’s Planning Committee to consider the stadium application, the AGM would be put back – probably by one week to 17 December. This would be confirmed imminently.

The meeting finished at 8.40pm.