

Dons Trust Board Meeting

Monday 8 August 2014

The Cherry Red Records Stadium

President's Lounge



MINUTES PART 2 – redacted version

Members:

Matthew Breach (MB)
Kris Stewart (KS)
Sean McLaughlin (SM)
Zoe Linkson (ZL)
Moorad Choudhry (MC) (part)

Invited:

Erik Samuelson (ES)
David Hall (DH) – Dons Trust Secretary
Michael Hayes (Secretariat)

Apologies:

David Growns (DG)
Jane Lonsdale (JL)
Iain McNay (IM)
Mark Davis (MD)

David Reeves (DR) (Secretariat)

Ref	Item	Action
5.0	7 July Minutes (part 2 – DTB only)	
5.1	There was discussion about redaction. It was agreed that it was important to redact where discussions about specific individuals are concerned. DH explained the method he had adopted – any further comments on the minutes should be made promptly.	All
5.2	ZL said that responsibility for the tasks mentioned at 9.4 was hers, not JL's.	ZL
5.3	KS has yet to prepare something for the SGM covering fans representatives. ZL has volunteered to assist and will discuss with KS at a meeting next week. Ahead of that discussion, ZL would like to have a summary of what was discussed at the AGM.	KS / ZL
5.4	DH to send out material for the SGM after the August Bank holiday. The agenda to include stadium update, organisation, and fans representatives.	DH

6.0	Organisation and Strategy Update (DTB only)	
6.1	<p>MB introduced his paper. He has received comments from some but not all DTB members. The main change to DTB meetings would be that, although the formal monthly schedule of DTB meetings would continue, in future normally there will only be formal oversight of the FCB quarterly, geared around approval of key decisions. The quarterly meetings concentrating on FCB oversight would be in February (presentation of budget and 6m accounts); May (approval of detailed budget plus draft 9m accounts); August (agreement of annual objectives based on DTB strategy plus draft 12 accounts) and November (approval of annual results plus draft 3m accounts). This will free the other DTB meetings for DTB responsibilities, with only brief discussion of the monthly FCB reports. At the same time, the FCB meetings would become more formal.</p>	
6.2	<p>MB also proposes to revert to having 4 General Meetings with members. The current constitution requires a minimum of 3 General Meetings including the AGM.</p>	
6.3	<p>MB will prepare version 3 of his paper incorporating any further comments from DTB members, to be reviewed in more detail at the 8 September meeting. Following the 8 September meeting, the revised paper, assuming it has been agreed, should be circulated to DT members a week before the SGM, for discussion. If the revised paper has not been agreed, then it will not be circulated but will form the basis of a verbal report to be given by MB at the SGM. Either way, the proposals will be discussed at the SGM, but not voted on until the AGM.</p>	MB
6.4	<p>DH to consider what constitutional changes would be needed should the proposals contained in the paper be approved.</p>	DH
6.5	<p>SM commented that we need to ensure that the FCB finance function is strong enough which raises the question whether the FCB should have an FD. The structure should also be reviewed if the new stadium goes ahead.</p>	
6.6	<p>MC said that if we think we will need an FD when we have a new stadium then the paper should be more specific. He also commented that his other comments on MB's paper have been omitted – MB to reinstate.</p>	MB
6.7	<p>MB went through the comments which had been raised by MD in his email to MB, including whether we should have a separate company for the stadium; how to provide strategic direction to the Foundation without compromising its independence; who should chair the FCB and should it be someone different from the CEO (possibly CEO only to chair Exec meetings); issues around restricted actions; and alternate directors. There was discussion on all these issues, conclusions to be incorporated in version 3 of the paper. MB invited further comments if any.</p>	MB/ALL
6.8		MB
6.9	<p>Legal advice should be obtained before any formal reorganisation decisions are taken.</p> <p><i>This section has been redacted.</i></p>	

	(MC leaves)	
7.0	Fans Representatives Feasibility	
	KS and ZL are meeting to prepare this ahead of the SGM.	KS/ZL
8.0	<u>ESG Report</u>	
8.1	There was discussion about the ESG Report and how to respond. MB thought it would be premature to change the election rules at present; and DH feels they work OK at the moment. In any event, it would be impractical to make changes to the constitution before the SGM. SM suggested that there might be one election at the end of the season, with members serving for two years. It was agreed that any reorganisation should follow the implementation of the Organisation Update, and this should be the response to DB. Rather than publish DB's report, MB will incorporate this in the Organisation Summary with comments on it.	MB
8.2	DH will prepare a summary of the election process for the next meeting.	DH
9.0	<u>Any Other Business/Roundup</u>	
9.1	<u>Joiners Pack Update</u> MC to lead on this.	MC
9.2	<u>Dons Trust page for Matchday Programme</u> JL is to write on "My first year on the DT Board." KS will also do a page.	JL
9.3	<u>DT Stall Manning Rota 2014/2015</u> MC has undertaken to cover the days that MB cannot make.	MC
9.4	<u>Merchandise Volunteer Team</u> The meeting recorded recognition of their work and thanks for their contribution.	
9.5	<u>Gay Football Supporters Network and Level Playing Field</u> ZL will approach these organisations on behalf of the DTB.	ZL
10.0	<u>Date of next meeting</u>	
10.1	This was confirmed as Monday 8 September.	