

## **Dons Trust Board Meeting**

Thursday 19 February 2015

The Cherry Red Records Stadium

Presidents Lounge 7.30 pm

Minutes - Part 1 – redacted version

### **Members:**

David Growns (DG)

Jane Lonsdale (JL)

Zoe Linkson (ZL)

Mark Davis (MD)

Kris Stewart (KS)

Nigel Higgs (NH)

Sean McLaughlin (SM)

Moorad Choudhry (MC) (by telephone with board approval)

### **Invited:**

David Hall (DH) Dons Trust Secretary

Michael Hayes (MH) Secretariat

Rob Crane (RC) Secretariat

### **1. Apologies and agreement to accept phone access**

Apologies were received from MB (abroad) and ES (unwell). MC to join by phone approved under rule 68. DG agreed to chair the meeting in the absence of MB.

### **2. Minutes of 18 January and 19 January Part 1**

DH reported that the tabled minutes of 18 January incorporate the comments already made by members and the redactions have been suggested by DH. KS proposed (seconded by JL/ZL) that they should be taken as approved if no further comments are received within 24 hours.

The minutes of 19 January Part 1 as drafted do not contain a full account of the CSI discussion.

*This section has been redacted.*

MD suggested that sometimes instead of just excising a section, the alternative of a less detailed summary might be adopted.

There was a discussion specifically about the 19 January minute of the CSI discussion. DH had received a number of comments on the original draft.

*This section has been redacted.*

DG suggested that the minutes before the meeting should be approved as drafted, but with the addition of wording showing that this section (5e) of the minutes has been redacted. This was approved by the Board. DH/MH are to produce and circulate a more comprehensive minute not for publication.

**Action – DH/MH to circulate more comprehensive minute of section 5 (e) of the 19 January minutes**

### **3. Minute of Email Meeting re election of Chair**

This was approved.

### **4. Actions not dealt with on Agenda**

It was noted that AW has not yet provided and circulated the detailed stadium timeline and cashflow.

**Action – DH to draw to ES attention**

### **5. FCB Report**

The board discussed the 19 February FCB Report to the DTB, MB's notes from the FCB meeting held on 11 February 2015, and an update email from ES circulated just before the present meeting reporting on an internal meeting which had just taken place.

The board recorded thanks to MB and DG for circulating MB's separate notes and agreed that this practice should be continued.

**Action - It was agreed that DH should send ES a list of the points raised by DTB members on these reports. Also that in future the DT representative attending FCB meetings should prepare and circulate a separate note.**

#### *Stadium*

DG summarised the latest news about the new stadium. Savills have indicated that in view of all the issues that are turning up it is very unlikely that the planning application will be decided at the March Planning Committee meeting or even at the April Meeting. Given that AW has advised allowing a minimum of two years between planning approval and preseason stress testing of the new stadium, the overall timing now becomes tight for the 2017/2018 season. JL said she thought it likely that the Merton April Planning Committee meeting might be cancelled due to the May election, which could defer the decision to September, and if so it would be useful to know if anything could change as a result of the general election notwithstanding that there were no local elections. KS queried why, if there is planning approval in May, the original timetable as outlined by AW cannot still be feasible. KS suggested that ES be asked how the likely planning delay as now feared fits in with the overall timetable as outlined by AW at the 18 January DTB meeting. It was also noted that the Wandsworth Planning Committee has decided to object and not to follow the recommendation of its planning officers which was for approval.

*This section has been redacted.*

### *FL Meeting*

DG reported that this had been attended by DC. There was a vote to authorise the FL Executive to conclude discussions with the PL re a contribution from Cat 1 academy clubs to League 1 and 2 clubs in return for allowing their B teams to enter the JPT. *This section has been redacted.*

The vote was 21 in favour, 1 abstention and 1 against (us).

KS felt that this will be the thin end of the wedge and he will talk to other supporters' trusts.

**Action – KS to talk to other supporters trusts about the dilution of the JPT by this, and their attitude generally**

### *KM Live*

SM suggested that ES should be asked when the DTB would get a review of KM Live. ZL reminded the board that ever since she has been on the board (over 3 years) there have been inconclusive discussions about KM Live.

*This section has been redacted.*

It was suggested that IH should be invited to come and talk to the DTB.

*This section has been redacted.*

**Action - The board agreed that IH should be invited to attend the March DTB meeting to discuss KM Live.**

*This section has been redacted.*

### *Vintage Day*

JL reminded members that the next Vintage Day is 1 March and urged Board Members to attend.

### *Foundation*

It was agreed that it would be good to have more detail on the Foundation's funding and expenditure, and that it would be a good idea to invite Kay Skelton to attend the DTB April meeting. NH warned that ES would have to be involved in detailed preparation of figures which might be an issue in the light of his work situation, but it was agreed that the proposed meeting would not be an inquisition and it was thought that Kay would welcome it since she has not yet attended a DTB meeting.

**Action – DH to invite Kay Skelton to attend the April DTB meeting**

### *Stadium Safety and Stewarding*

ZL asked whether the small group of young adults causing trouble are new or old – answer was that they are new and are being monitored.

### *Merchandise*

SM asked what steps are being taken to ensure that next year we avoid the problems experienced this year.

**Action – no action recorded.**

#### *Hospitality*

SM said that Sam Grayson is doing a good job particularly on matchday hospitality.

**Action - The Board agreed to minute their thanks to Sam Grayson.**

#### *Management Accounts*

The Board congratulated the FCB on an excellent result

JL asked for confirmation that the board does not yet have detailed figures for the cup run. DG confirmed and said that the figures are in course of preparation.

JL raised the issue of the YDP (item 2.8 of Management Accounts). It was noted that the forecast costs had not included a breakdown. It was agreed that the Board should request an update on negotiations with South Thames College for the March DTB.

**Action – ES to be requested to provide an update on South Thames College for the March DTB**

### **5. Stadium Other**

#### *a) (i) Restricted Actions/SGMs*

DH referred to his paper and meetings that he had had with MD and also to MD's draft information paper. DH noted that that the timetable would change due to the likely planning slippage.

MD said that the DTB has to answer two questions: what information does it need in order to be able to make a recommendation to DT members; and what information does it need to supply to DT members in order that they can authorise AFCW to proceed with the transaction.

*This section has been redacted.*

It was noted that we need to ask ES to provide the missing information.

DH said that the timetable envisages a preliminary period in which the DTB engages with its members and DT members are provided with information prior to any formal SGMs.

DG said that we must maintain momentum even if we cannot keep to the 2017/2018 season. It was noted that the second SGM must take place within one month of the first SGM, which means that it would not be possible to hold one meeting this season and one at the beginning of next season.

DG suggested that DTB members should email MD and DH with pointed and specific questions that they would like ES to be asked, and to which they need to have the answers before they can proceed with any recommendation.

*This section has been redacted.*

**Action – MD to collate over the weekend the questions raised and any further points to be put to ES. KS to contact FC United to ask them to share their experiences.**

**DH agreed to liaise with ES regarding the timetable and agreed to prepare something to go with JL's Webjam article in the Southend programme as a holding report on the RAs.**

*a (ii) Information Paper*

In the light of the previous discussion and the likely planning delay, it was agreed that the Information Paper could be revised so that it would not contain firm recommendations but could include as much information as is currently available and not commercially sensitive and might contain a request for feedback and questions, i.e it would be more of a consultation paper. The preliminary meeting could be in the form of a forum or workshop. Care would need to be taken so as to ensure that it could not be used against us by persons not having the club's interest at heart. RC offered to edit the document.

**Action – RC to edit the draft Information Paper as discussed**

*b) Project Planning Role Update*

DG said that he had spoken to Roger Evans who has seen the TOR and is happy to coordinate. Roger will attend the FCB part of DT board meetings and will prepare a monthly report and hold weekly phone conferences. Initially, DG has asked Roger to report to him, but DG wants another DT member to take over from him and asked that at the March DTB meeting another DTB member volunteers to take over from DG.

**Action: A DTB member will volunteer to take over from DG at the March DTB meeting**

*c) Ks Engagement*

*This section has been redacted.*

**8. London Living Wage**

NH presented his paper and supporting documents and ES's response which were discussed. NH explained the background and the history of the LLW, which is now £9.15 per hour. To become accredited, an employer needs to be paying the LLW to all directly employed staff, and to commit to ensuring within a 2 year period that all contracted staff (ie those directly employed by contractors providing services to the employer) are paid the LLW.

All DTB members agreed in principle with the aims of the Living Wage Foundation, but there were concerns as to the extra burdens which may be imposed on our staff in complying with the audit that will be involved. There is unlikely to be a problem with directly employed staff, since ES has indicated that at the last pay review there was only one such staff member receiving less than the LLW, but it may be time consuming to research the position for contractors, and it was not clear (for instance) how far this would extend e.g. would it extend to employees of contractors building the new stadium. There were concerns that the time involved in satisfying the audit requirements would add to the considerable burdens already being shouldered by ES, and at a time when IH is also under time pressures and when stadium issues are going to be exceedingly time consuming for the foreseeable future. Concerns were also expressed that the Board ought not to sign up to the LLW without knowing the financial implications of doing so.

NH agreed to respond to any further queries on the LLW. After much discussion, the Board resolved by a majority that:

“The DT wants the club to become a London Living Wage employer, and therefore in furtherance of that objective agrees that DG should ask ES (1) to estimate how much time it will take to provide the

DTB with the information it will need in order to take a decision on the next step and (2) to provide the DTB with the cost now of moving any and all directly employed staff up to the LLW.”

NH, DG, KS, JL and ZL voted for and SM, MD and MC voted against the motion; SM and MD asked that it be recorded that they had would have voted in favour of the motion if the proposers had agreed to change the word “wants” to “aspires for.”

**Action – DG to speak to ES and ask him to provide the estimate of the amount of time to provide the information and the figures to move all directly employed staff up to the LLW. NH to respond to any further queries raised by board members.**

## **9. Webjam Update**

JL thanked DTB members for their feedback and reminded them that the pilot finishes at the end of February. She is due to meet DR and DG at the beginning of March to evaluate the pilot and begin the launch to the DT working groups. JL will email the DTB about the next stage which is rollout to members of working groups. Access problems for NH were ongoing and Webjam were actively looking into the problem.

MD asked what is the value of Webjam to DT members. JL said that it will enable the DT to engage better with its members, e.g. to ask questions the answers to which will assist the DT, and also to give them something tangible in return for their subs. The demarcation between communication via email and communication by Webjam will need to be agreed.