



Dons Trust Board

Minutes for DTB Meeting – Wednesday 14 September 2016, 7.30pm

Cherry Red Records Stadium President's Lounge

Members

Matt Breach (MB)
David Grown (DG)
Mark Davis (MD)
Jane Lonsdale (JL)
Sean McLaughlin (SM)
Tom Adam (TA)
Colin Dipple (CD)
Matthew Spriegel (MS)

Invited

Erik Samuelson (ES, Part)
Rob McGlinchey (Secretariat)
Rob Crane (Secretariat)

1. Apologies

Apologies were received from Roger Evans & Nigel Higgs.

2. DTB Discussion: FCB Papers, Minutes & Current Issues

Issues For ES to clarify/update the DTB on in addition to the topics covered in the FCB report:

- Update on Management Accounts
- Success Of Barrier Measures At The Chemflow End Of The Cherry Red Records Stadium
- CRM Update
- VAT Implications Of DT Membership
- Timeline For Amended Planning Permission

Including FCB Representation

3. FCB Update

(a) Stadium Update

[This section has been redacted]

Section 106

ES updated DTB members on a meeting between himself, Andrew Williams and Duncan Parr (of Galliard's planning advisors) with Merton Council to go through Section 106. Fourteen topics were discussed during the meeting, with the main feedback from Merton being that Section 106 would not be signed until the Secretary of State had made a decision on whether to call in the application. Andrew Williams will be compiling the headings for the delivery agreement, while Dan Norris of Hogan Lovells, our legal advisor, will be working on getting Section 106 to the planning application stage.

ES said the next stages of Section 106 is to work through the remaining issues and to get it to the stage where it can be signed. This will be done while ensuring the club doesn't commit itself to anything it can't retreat from. The outstanding issues relate to the final points of contention with Galliard. The two primary ones are Galliard's approach to the crèche – Galliard takes the view that they are to build it but it isn't yet

clear who will run it or take the income from it. Another issue surrounds remediation, i.e. the extent of the work needed to get the site into shape before building starts.

TA asked when Galliard will be giving notice to the tenants of Wimbledon Stadium?

ES said there is no timeline and that Galliard recently extended the lease to December.

[This section has been redacted]

JL asked whether there is timescale for the Secretary of State decision.

ES said there is no timescale although he expects a decision within a month's time.

CD asked the timescale for having Section 106 agreed.

ES is targeting 6-7 weeks. Wandsworth also have to sign a section 178 covering traffic and transport.

[This section has been redacted]

Stewarding At The Chemflow End

ES went to the stewards' briefings on Saturday and emphasised how important it was that they get it right in preventing non-ticket holders for the Chemflow End entering the stand. Only one steward had previous experience of working in the Chemflow. By and large ES was happy with the stewarding and only texted Safety Officer Phil Clark once to report a concern. All at the club feel it went well and there was plenty of standing room.

Car Park

ES noted that the club is planning to invite people to make a voluntary contribution to the academy for parking. Academy boys in tracksuits will hold buckets for parking supporters to make contributions as they come in to the stadium.

(b) EFL Whole Game Solution

Letters on the DT's opposition to the Whole Game solution have been circulated by MD to DTB members. Those DTB members are invited to give their views of the letters via email. ES to pitch the message of the DT to the EFL. MB noted that the EFL are making a big case for the owners' voice to be heard. The EFL have already taken the views of the DT on board by consulting with clubs on a regional basis.

(c) LLW

LLW paper from Erik has been circulated, with DTB members encouraged to respond to the paper for further discussion at the next DTB meeting. MB asked ES whether there is there a difference between people that rely on salary from AFCW as part of LLW as opposed to those that don't. Therefore, should we be looking at paying others? SM added that if they are not taxpayers then they could be viewed as not being reliant on it. ES to investigate.

MD asked, on stadium construction, whether those firms have LLW pre-qualifications, i.e. has the club investigated whether they advertise a policy of paying LLW. ES said this will be a question that will be asked during the beauty parade.

Action: DTB members to come back with list of discussion points on the LLW paper.

(d) AoB

Budget

ES reported that the cashflow budget will be tweaked to account for the revenue from the sale of Ryan Sweeney. The re-forecast will be minor given the expenditure of CRM and the allocation of other funds to cover other changes in the business.

CRM

SM highlighted that in ES' FCB report it notes that the cost of CRM would be borne by the database holders including the DT. Everything the DT makes gets transferred into the club by way of share subscriptions so we shouldn't count on the DT being able to contribute to the ongoing CRM costs given the little income received aside from fundraising and membership.

DG noted that the DT should contribute to the running costs of CRM given the benefits they are getting.

SM accepted that a new CRM system had to be implemented and it was something we need to spend money on, noting the key is value for money. DG responded by saying £100k was a worst case scenario and that worst case is now £72k not £100k.

Management Accounts

ES has the management accounts for the year ended 30 June 2016 but with no commentary written yet. The accounts are at where he expected them to be. He has sent them back to the accountant with some comments on areas that need attention. The next stage is turning the management accounts into statutory accounts. ES added the club more than broke even, but not by much.

SM asked how hard it is to move the management accounts to statutory accounts. ES said there are new rules surrounding IFRS and European GAAP (i.e. accounting standards), meaning that it is a challenging process.

The New Bar

ES said the club will be erecting a marquee as an additional bar in the car park for some games and as an organisation the club is allowed 10-12 events under a temporary licence. The club is discussing it with police and licensing authorities and health and safety. ES said it is important to make sure a proper flow of traffic still occurs through the car park when the marquee is on site.

Action: ES to report back on flow of traffic when marquee bar is up and running.

Social Media

ES said the club wrote to [a fan] a week ago after discovering he showed grossly offensive behaviour to someone on Twitter and was later unrepentant on Facebook. There has been no reply so the club will be sending a recorded delivery letter to him. *[This section has been redacted]*

ES also reported on an AFCW supporter launching a grossly offensive website that had a countdown to the departure of Ryan Clarke. The site was roundly criticised by all fans and the fan that set up the site has subsequently closed the site.

Lastly, ES reported on a season ticket holder writing under a pseudonym in the Wimbledon Guardian. The most recent article was casually offensive and unpleasant about some players. ES to speak with Neal Ardley about the article and response. *[This section has been redacted]*

Foundation

JL said the Foundation section of the FCB report contains the same information every month in relation to fundraising options at matches and asked for an update. ES to make sure it is more specific going forward. ES to also report back on whether the Foodbank would be supported again and dates for collections.

MD passed the DTB's congratulations to Ivor Heller and Jim Piddington for a successful Vintage Day. JL and MD had both attended on behalf of the Trust.

VAT

Given the increased membership numbers of the DT following the Playoffs success, MB asked ES to circulate the paper on tax matters affecting the Trust from two years ago. ES to circulate.

Action: ES to report back on academy report, VAT, Foodbank and Foundation report structure.

DTB Only

ES left the meeting.

4. DTB Role / ToR Progress Update

a) Webjam

JL declared that Webjam has launched and invites have gone out to all full (not Junior) DT members. There are issues with some invites, i.e. AOL, TalkTalk and Tiscali servers were not receiving the emails. This would be followed up with Webjam. There are currently 255 members who have registered to use the site. . There have been two Webjam face to face information sessions on how to use the platform. Another one is planned shortly. The next project planning meeting is in a week. Some of the layout of Webjam is going to change and the elections will feature on Webjam this year.

CD said that a fan on Webjam had asked for more details on the structure of the club across DTB, FCB, etc. JL added that there have been questions about the new stadium on Webjam and reminded DTB members to answer. JL added there is the potential that questions will come up on Webjam that are intrusive and commercially sensitive. DG noted that sometimes we cannot answer sensitive questions. DG noted that there would be some cleaning up on the site i.e. booting out people that do not have usernames that comply with the rules and regulations of Webjam.

b) Elections

RM provided a timeline to DTB members for the elections and confirmed the structure of when manifestos are sent out and when voting begins.

DG asked that the Election Steering Group ensure that new initiatives are consistent and not introduced in one year and dropped in the next. JL and MB echoed those views. JL gave thanks to the Election Steering Committee for the changes they have already implemented, i.e. manifestos being sent out ahead of voting opening to allow members to ask questions ahead of voting.

SM asked that all postal communications should encourage members to receive notifications by email. SM added whether consideration is being given to having an election every two years and to have it in the summer to align it with the football season.

MD put to a vote among those DTB members not standing in the 2016 elections to approve the election documents. All documents were approved.

c) Kiosk

MB thanked DG for the computer and JL for the Webjam guidance. MB provided an update on the logo design for the Kiosk. JL added that she is waiting for instructions from JS on signing people up online at the Kiosk rather than accepting paperwork.

DG added that if anyone comes across a large monitor to place at the back of the Kiosk then to let him know.

d) Survey / Strategy

MB gave an update on strategy and how the working group is working on formulating questions for the next survey. Ethical sponsorship is one area the group is considering having a survey with the aim of hosting it on Webjam. DG encouraged a member of the working group to call him to discuss further.

e) Membership

CD presented a base membership report covering the current state of DT memberships. CD thanked RM, MS and John Stembridge for their work in developing the report. Some of the key findings of the report found that, where data is available, the average age of Adult Dons Trust members is 51. Across adult, concession and junior categories, the average age of Dons Trust members is 43. The vast proportion of current members are outside the 16-35 age bracket. There are more than 1,700 lapsed members. More than 300 DT members are based abroad, with around half of those based in the United States. The report found that new memberships had increased following the playoffs. The report then summarized the key areas where infrastructure improvements should be made surrounding memberships, compared the DT membership to other club memberships, ways in which to improve benefits and potential price increases, among other areas. CD noted that a price increase would be to generate greater benefits and to fund infrastructure improvements, if such funding was required.

CD invited DTB member feedback to the report.

SM noted that when reading the report that he couldn't identify any new benefits to adult memberships should there be a price increase. CD responded that the increase in adult memberships would reflect more interaction with the DTB, i.e. through Webjam, as well as fund other infrastructure improvements to the membership that are required, that would translate in to greater benefits for members in the future.

SM noted that the tax implications of offering merchandise discounts to members the DT need to be considered. CD responded that they will await the tax paper from ES.

MD said the paper does bring out the idea of a differentiated membership, i.e. a basic membership and then have a premium, which may affect the VAT. He agreed that the platform needs to work better and that will cost money. However, he feels something like £40 for an adult member is a figure that some members would struggle to meet. He added that we should be trying to contain the price of membership. He agreed with the suggestions in getting greater support for the membership secretary going forward,

MD noted separately that membership is open to those that support AFCW and those that have an interest in football in Merton and surrounding areas. We have a lot of international members joining and MD doesn't take it as a given that we should push for more international members and that we want AFCW supporters to join for a reason to get involved rather than just to raise money.

On benefits, MB emphasised that Dons Trust members have a share in the society that owns the club. People are allowed, for example, to watch youth games, and we could let free entry in to those people that are DT members only. This could be extended to across non-1st team games.

JL noted that she will send the majority of her comments by email but raised some primary issues. JL expressed that she is completely against a price increase for adults as they aren't getting anything more in benefits. Also, from a family perspective, if the proposed adult and junior membership was initiated in its current form, her family cost would go up from £65 to £120 per annum. For a family, that is just too much. JL added that the report also misses a couple of benefits junior members currently receive, such as voting for the player of the season and newsletters. JL recommended that one easy thing would be to put in a poster of a player in a matchday program for junior supporters. She said the report provided a good basis for a strategy on memberships moving forward, but that the membership working group need to be aware that £40 for an adult membership is a lot of money to some people.

CD responded that £40 for an adult to own part of a League One club translates to 70 pence a week. He added that the membership working group is already in discussions about creating a family rate, therefore limiting the impact of a price increase on families as well as trying to improve benefits for those families. The key on price increases is to get DT member feedback before moving forward.

JL added that to increase a junior membership from £5 to £25 is way too high and that the working group need to be careful about disproportionately affecting families. Also, if we are going to add things to membership we need to have a commitment to do that, i.e. adding another party for the kids (Halloween party) means planning a huge event and we need to engage with the people that have control over these things. She also pointed out an agreement where youth team players become DT members for no fee.

DG said that, for an adult membership, he cannot identify any extra benefits he is getting under a price increase. He said inflation should be taken into account when looking at a price increase compared to 2002. He said some members tell him that the current price for an adult member is too cheap and that we should be charging more. He added that he feels those that wish to receive postal notifications from the DT should be charged extra compared to those that receive electronic notifications.

SM noted that the DTB should accept that the benefits given to junior members for £5 per annum are incredible and consideration must be given to the price of a junior membership going forward.

JL added that she would like to see a comparison between the DT and other Trusts, not club memberships.

MD made a point to all board members as to what problem we are trying to solve with an increased membership fee. How much does it cost to run the Trust and how will that change going forward? Other potential things to think about would be related to the constitution, i.e. could Junior Dons be classed as full voting members under a new membership infrastructure?

SM noted that what needs to be taken in to consideration is the way the DT has changed in terms of funding recently. The Dons Draw is now allocated to the academy, meaning that the DT is funded by membership and fundraising.

SM also pointed out the data related to lapsed members – a significant proportion of lapsed members include Junior Dons that did not wish to become concession or adult members once they reached a certain age.

RC suggested that a survey could be hosted on Webjam to get members' views on potential membership changes.

MB said further work needs to be done in determining what we want, i.e. does the DT need more revenue and more members, taking in to consideration the philosophical discussions we have had.

MS presented examples of information packs in his current job that are sent out once you sign up as a member. Those packs talk about the story of the society, the structure of the society and its relationships with other groups and up-to-date developments. The aim of presenting these examples was to show how the current DT communication could be improved going forward.

Action: DTB to send feedback to the membership working group on the paper and what we want to achieve from a new membership structure. Following that, members should be surveyed on Webjam on a new membership infrastructure.

DTB members thanked CD, MS and RM for the paper as a base to further discussion.

f) Fundraising

TA reported that feedback to the minithon has been very positive. Establishing the working group is progressing and the group is looking at a number of fundraising areas such as scratch cards and other lottery schemes. MS asked how they would source the scratch cards. TA said the problem with scratch cards is the upfront costs as you have to market them and push them out. He is trying to find a solution to reduce the upfront costs.

[This section has been redacted]

g) August SGM Feedback

MB noted that there were quite a few positives, some negatives. Members were happy that we tried an alternative location. On the negatives, for disabled access there was limited parking. Elderly people were also wary of walking around the industrial estate. CD added the bench layout didn't work for members. MB recommended surveying members on potential locations. JL recommended some locations in Merton and emphasised that if we are moving a meeting away from the stadium we should give reasons why.

MB confirmed that the AGM will take place at KM on Dec. 8.

5. AOB

Minutes

MB noted that the previous policy in regards to minutes was to accurately reflect discussions that took place during a DTB meeting with some of that content redacted where sensitive. This resulted in redactions occurring in chunks meaning the minutes could become nonsensical. What we haven't done in the past is put something in place of a redacted section – so hence a square bracket summary where a technical discussion or a commercially sensitive discussion takes place, added MB. If DTB members are happy with that, that should be what should happen. MB suggested to replace redacted text going forward with a comment in square brackets to describe what was discussed.

JL agreed that this should be a policy going forward and members should be informed, but questioned why some of the redactions have been made for things that are not commercially sensitive. MB noted that we have over-redacted and the secretariat and DTB need to look at that again.

MD said that the DTB should agree upon grounds for redaction – commercially sensitive and has a HR dimension. He added that he doesn't think we should use redactions to hide division on the board, but there have been times the club feel that we should limit our criticisms of the running of the club.

DG noted that there can't be a situation where a DTB member says something should be redacted without other people agreeing with it. A DTB member needs to explain why something should be redacted and why.

Action: Secretariat, along with Chair, to implement the new structure to minutes going forward.

Meeting ended at 10:32pm. Next meeting Monday 17 October.