

## **Dons Trust Board**

**Redacted Minutes of Meeting Thursday 10 November 2016**

**Cherry Red Records Stadium President's Lounge**

### **Members**

Matt Breach (MB)

Mark Davis (MD)

Jane Lonsdale (JL)

Matt Spriegel (MS)

Roger Evans (RE)

Nigel Higgs (NH)

Colin Dipple (CD)

Tom Adam (TA)

Sean McLaughlin (SM)

### **Invited**

Erik Samuelson (ES) (part)

Rob Crane (RC) (Secretariat)

Michael Hayes (MH) (Secretariat)

Andrew Williams (AW)

### **1. Apologies**

Apologies had been received from David Growns and Rob McGlinchey.

### **2. Update on New Stadium**

Andrew Williams delivered a PowerPoint presentation on stadium developments along with an updated Gantt chart.

#### *Planning Process*

The planning process involves coordination of 4 key elements – the section 106 Agreement, the planning conditions, the development agreement, and the phasing plan (the latter separating our responsibilities from Galliard's).

Key issues are the destination of the freehold, the bond that secures the contribution from Galliard and when that will be paid, and the planning conditions.

The bond will secure that the Galliard contribution is paid according to the agreed timetable, and will also cover the childcare (crèche) costs.

Merton are supportive but will not agree any changes that could be susceptible to challenge.

#### *Design*

*[This section has been redacted]*

In response to a question from TA, AW said that the floodlight issue previously identified has been sorted.

After the section 106 Agreement has been completed (target date 31 December 2016), the design process will start. The Building Control officer will also have to be satisfied (he only works one day per week for Merton which may be a problem).

The initial overall capacity will be 9000 – 10,000, all seated, but will be relatively easy to expand. Disabled access will be compliant. Taking the temporary seating out of the main contract will allow us to take advantage of any possible relaxation of the safe standing rules.

### *Programme*

AW then went through the Programme timeline. Following signature of the section 106 Agreement, the design team will be mobilised in January 2017 by mid May 2017 we go out to main tender with a view to the selected contractor starting on site in January 2018. The main works then should be completed by end 2018 and FF &E completed in April 2019.

On the basis of up to date information received by AW, he assumes that Galliard will start site clearance and subsequent remediation on 1 May 2017, the notice period to be given to the site occupants being longer than originally assumed *[This section has been redacted]*.

Galliard are allowing eight months for site clearance, AW thinks they could be quicker than that. JL said that fans have earlier expectations based on media reports, and that these should be managed. ES suggested that the revised timelines of the new stadium should be explained at the AGM. *[This section has been redacted]*

The main contract will go out to tender in mid May 2017. There will be around two months for tenders to be prepared and submitted, followed by one and a half months for received tenders to be analysed and recommendations discussed with the boards. In answer to questions, AW said that they will keep the number of tenderers to 3 or 4 only, in order to encourage realistic tenders.

Following selection of the main contractor, work would commence in January 2018 and complete end 2018. FF&E would follow to be completed by April 2019, although there is flexibility to overlap with the end of the main contract if necessary.

AW stressed that the DTB should be aware that substantial expenditure will be incurred (principally by the design team and consultants) during 2017 but before the CFC deal completes and before the freehold is transferred.

In answer to a question from RC, AW said that Galliard's development will extend beyond ours by about a year, during which time we will want to ensure that issues such as access to the stadium are satisfactory for us. A protocol is being developed to cover this important issue.

*[This section has been redacted]*

AW estimated that the Mayor's calling in of our planning application had cost us at least £1million, plus the cost of a lost season in the new stadium.

*[This section has been redacted]*

There was discussion about access to the West Stand bar area and to the general issue of movement within the stadium. MB noted, following the issue being raised by DG prior to the meeting, that the West Stand bar must be an area for general admittance (not hospitality) and events such as MoM. It was noted that other bar areas have limited space and the south concourse will not be covered. There was concern that after the relative freedom of movement within and between bar areas at KM, restrictions would not be appreciated by fans. AW warned that there are now specific rules about the size of concourses which limit their size to the size of the relevant stand. It follows that if we have people from different stands moving to a particular concourse, these rules may be broken.

AW said that he needs to know the DTB position by January 2017. To assist understanding, AW agreed to prepare and circulate descriptions/images/plans of the “social areas” within the stadium, to include reference to the ability or otherwise to move between the areas, including access control issues, and to advise concourse widths.

It was noted that the solution, albeit at further cost, may be to cover the South Stand concourse.

*[This section has been redacted]*

#### *Business Plan*

AW said that a business plan incorporating ultimate goals, financial strategy, cash flow, and budget is being developed by end December 2016 to be put to the FCB at their January 2017 board meeting. This will cover among other things the amounts needed to cover the expenditure to be incurred during 2017 but before receipt of the CFC money and before transfer of freehold to CFC. MB noted that he is preparing a DTB meeting calendar for 2018 which will include an extra DTB meeting in January 2017 to consider this and familiarise new DTB members post election.

#### *Approaches*

AW expects to receive approaches from various sources during and around the tender process and will pass them on to ES.

AW has designed a protocol to identify “friends of the club” with serious construction expertise in the tender documents, but without obligation. Some contractors may be interested in sponsorship.

**Action: AW to circulate his presentation via MB. AW to provide concourse widths. AW to provide description and images/plans of the “social areas” within the stadium, to include reference to the ability or otherwise of moving between the areas. Also to provide input into an appropriate presentation at the AGM, which he will attend if necessary. AW to advise his availability to attend further DTB meetings in 2017, particularly January 2017.**

There followed some general questions. AW confirmed that necessary safety checks will be embedded in the ramp up events. Testing and commissioning will take place during the main contract, to be enforced by withholding stage payments if necessary.

*[This section has been redacted]*

MD asked for the Gantt chart to be amended to include other aspects such as borrowing, K’s etc. It was agreed that RE will prepare a consolidated critical path analysis statement for the DTB and also (suitably redacted) for presentation at the AGM.

(AW left the meeting)

(Break)

**Action: RE to prepare critical path statement**

### 3. FCB Update

a) Year end accounts

ES advised that the Football club accounts (4 sets interlinked) were sent to BDO the auditors who have raised some questions (including how to treat the sale of KM, calculation of profit on player sales), etc. These must be dealt with so that the accounts can be finalised signed and despatched on 15 November. SM agreed to review the accounts.

Some other issues were raised on the accounts (change of legislation governing the Dons Trust, share capitalisation issues, etc.) to be incorporated in the final versions.

ES advised that the shareholders' resolutions would be the same as previous.

**Action: MB to tell ES (by Monday 14 November if to be printed with the Plc accounts) how many copies of the Plc accounts are needed by RMcG for the DT AGM.**

SM advised that the DT Accounts have to be redrawn to incorporate revised accounting standards (FRS 102). He has almost finished this task.

b) Other key issues

ES reported that the Newport game incurred a £2/3K loss.

He updated the meeting on security arrangements for the Millwall game. *[This section has been redacted]*

Millwall have refused to beam the away game back to KM because there remains plenty of capacity at their stadium – we have agreed to beam the home game back to Millwall as a safety measure because we are keen to minimise the number of away fans who seek tickets in the home end.

The game against MK is all ticket and a 1pm kickoff. We will only sell tickets to someone who has previously bought from us.

*ES updated the DTB on transfer developments. [This section has been redacted]*

JL asked that the Foodbank dates be advertised – ES to arrange this.

JL proposed and the DTB agreed to record praise for youth coaches, who have recently gained their 'A' licences.

ES said that the Management Accounts require some changes, but these even themselves out so we are roughly on track. SM congratulated ES for being on budget.

*[This section has been redacted]*

ES asked the DTB to consider what should be done with the EFL Trophy proceeds of the Brighton game, since this there is no “come to the other game” option. It was thought that fans should not be encouraged from attending the game, albeit in an indirect way. ES will suggest wording on the lines

of: “The DTB wish to make it clear that the Checkatrade Trophy has been devalued by inclusion of Academy teams, but in case any fans wish to attend.....”

ES also agreed to include something about responsible behaviour at the MK game as a footnote in a future programme note.

*[This section has been redacted]*

**Action: ES to suggest wording for the Brighton and MK games**

**The DTB to decide how to utilise profit from the Brighton game**

**ES to arrange for Foodbank dates to be advertised**

c) AGM Preparation

There was discussion about Agenda items and timing.

Agenda items agreed to include:

i) Formal business (Reappointment of auditors, appointment of directors, approval of accounts etc.)

ii) Election Result

iii) AW Stadium Presentation

iv) Webjam

v) Ethical Sponsorship

AGM to commence with i) and ii), followed by Plc AGM, followed by AW Stadium Presentation at 8.30 pm. Draft Agenda to be shared with JL who is arranging for parts of the meeting to be videoed for Webjam. Accounts and other material to be posted on Webjam. MB to draft invitation letter.

**Action: MB to draft invitation letter and share materials for Webjam with JL for posting on Webjam**

**4.AOB**

*[This section has been redacted]*

JL appealed for volunteers to help with the Junior Dons Christmas party.

MS asked for comments on the Membership Survey.

**DTB members encouraged to assist at Junior Dons' Christmas party**

**DTB members asked to comment on the Membership Survey**

The meeting terminated at 10.47 pm.