

**Dons Trust Board (DTB)**  
**Redacted minutes of board meeting held at 7.30pm on 9 January, 2019**  
**The Prince of Wales, Wimbledon**

**DTB members**

Mark Davis (Chair)  
Rob Crane  
Colin Dipple  
Roger Evans  
Cormac van der Hoeven  
Anna Kingsley  
Hannah Kitcher  
Jane Lonsdale  
Luke Mackenzie

**In attendance**

David Grows (Elected during meeting  
as Secretary)  
Roger Edmonds-Brown (Secretariat)

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**1. Introduction and apologies**

There were no apologies. The four new members of the DTB (Rob Crane, Anna Kingsley, Hannah Kitcher and Luke Mackenzie) were welcomed to their first Board meeting.

**2. Selection of Officers**

The meeting commenced with the selection of Officers onto the new Board following the DTB elections in December 2018.

**Chair** had the one candidate, Mark, who had self-nominated, and he was proposed by Roger and seconded by Colin. There was a unanimous vote in favour of the candidate, and **Mark was duly elected**. Following the vote, the meeting thanked Mark for all his work during the last year, and all the outgoing members of the Board, in particular Matt Breach for his work as Vice-Chair and Sean McLaughlin for his work as Treasurer.

**Vice-Chair** had two candidates, Rob and Jane, who both agreed to answer questions about their manifestos.

Colin had noted that Rob had suggested that Board Officers should be voted on by members and asked how this would work in practice. Rob said there should be a conversation with members throughout the year, and that the Board should fulfil its constitutional requirements. Mark said the constitution could potentially be changed.

Colin noted that Jane had a particular consideration towards some fans, asking whether she felt it possible to both represent their interests and serve an oversight role with the FCB. Jane explained her wish was to seek feedback from those fans who paid on the day for games. It could be that they could not afford season tickets.

Roger asked both candidates about their availability during the day. Rob said he was self-employed, lived in Wimbledon and therefore was available, and Jane said she could swap her working from home days and therefore was flexible.

Roger asked Mark what he wanted the Vice-Chair to do. Mark said the Vice-Chair was in effect half of the Oversight Committee and would need to be effectively involved in succession planning and, as part of the fulcrum between the DTB and the FCB, would need to establish the trust of the FCB.

Cormac said Jane had been forthright on a number of issues throughout 2018 and asked whether she would be more inhibited or more empowered with the Vice-Chair responsibility. Jane said she would not change her views and would want to go out more to the membership and to represent their views.

Luke wanted to know the FCB links and the relationship with Erik of the two candidates and also Mark. Rob said he had had little working relationship with the FCB but after his feedback on the draft accounts Erik had commented that non-accountants can help contribute to the accounts. Jane was working with Joe Palmer through his Diversity and Inclusion involvement, Ivor Heller with Junior Dons, and also had some contact with Mick Buckley. Mark said he had worked closely with Erik, in particular, over the last year.

The two candidates were now asked to withdraw, and in their absence, Mark invited members' questions and comments.

As a Board newcomer, Luke said he would like to hear about the two candidates from existing DTB members. Cormac said he had had regular contact with Jane through the Diversity and Inclusion Committee, and through the Junior Dons, he described her as a default leader, and was pleased that she had earlier said she would continue to raise issues as Vice-Chair. Roger said she had worked extremely hard and well with fans, albeit in his opinion a relatively small group. Roger added, though, that he would be comfortable with either candidate. Luke said that continuity through more than one year should be considered: if Jane was Vice Chair, both she and Mark could be voted off at the same time in a year.

Anna said it was a difficult choice between Jane's experience and Rob's freshness.

Hannah felt that Rob's focus on the DTB/FCB interface was worthy of note.

The **voting** now took place. Mark asked for a show of hands in favour of each candidate. The result was Rob four votes (Anna, Hannah, Roger, Luke) and Jane two votes (Mark, Cormac) with one abstention (Colin). **Rob, on a majority decision, was duly elected.**

Re-joining the meeting, Rob asked whether Mark and Jane would be happy for their manifestos for the roles to be added to the minutes of the meeting; Mark and Jane indicated that they would be content for this to happen (see annex).

**Treasurer** for the DTB accounts was a fairly straightforward role, said Mark, but there was also a need for someone with experience and credibility to oversee the club's finances. A Trust member had offered her services, and Sean McLaughlin had agreed to finalise the 2017/18 accounts as required in the meantime. DTB members were in general agreement with Mark's suggestion of the two roles. There was a preference for a non-Board volunteer treasurer and a co-opted person with finance/financial expertise. Colin said, and Anna agreed, that there could be duplication and conflict between the two roles but could see the benefit of spreading out the work between two people. Roger felt there was a need for someone to deal with the more complex finances of the new stadium and would advocate a more hands-on approach on the club's finances than in the past.

As a result, **it was decided** to ask the Trust member to be a volunteer Treasurer, with an emphasis on book-keeping the DTB accounts, and to advertise for a co-opted financial person to provide financial oversight of the DTB and AFCW, which the Trust member would be welcome to also apply for.

Mark agreed to talk with the Trust member and Sean regarding the outcome of the Board's discussions.

**Secretary** candidate David Grows had responded to an appeal by the DTB and his offer had previously been consulted on by email by Mark; responses showed DTB members were content with David's appointment. Mark then proposed and Jane seconded the candidate, and with a show of hands, **David was elected unanimously**.

The Board wished to place on the record their thanks to the outgoing secretary **Tom Brown** for his sterling work over the last two years. Tom had kindly agreed to advise David accordingly as the latter settled in to his new role.

The **Data Protection Officer** role was discussed, and due to his previous experience, the Board was content with David Grows in this role. **David was therefore elected unanimously**. Mark agreed to advise Tim Hillyer, who had offered to continue in this role if necessary.

### **3. Committees & working groups**

Mark said the five Committees of Oversight, Strategy and Organisation, Stadium, Engagement and Communications, and Operations had been set up a year ago. Mark had recently conducted a **stock take** with members of the previous Board, and it was concluded that there was more getting done but that Board members were working harder, and there was a variation between individual Committees and their associated group activities, with the work not always being shared out equally.

Jane said that this last point was a particular issue for her, creating an element of some difficulty. The **Engagement and Communications** Committee had met twice, but there had been a struggle to get other committees to implement advice and suggestions on communications, which had reflected badly on the E&C committee. Jane said that the committee had a huge remit that it was not possible to expedite with, in effect, 'one and a half people'. On top of this, the Trust had received considerable criticism from members for communications, which was attributed to the E&C Committee. A suggestion had been made that the two elements of this committee be separated.

Roger said the Stadium Committee had faced problems, with the lack of a member with communications experience and skills. Hannah felt that both here and as a general point, communications was the responsibility of the whole Board.

Rob suggested that volunteers could be included, and it was agreed there was potential to **open up working groups to the club's fans to reflect their expertise**, particularly in communications. Ex-DTB members could also be involved, and Mark confirmed several had recently expressed their willingness to continue to be involved.

Anna suggested that, as others had said, the Board should first decide what the club's ambitions are. Once decided appropriate priorities could then be set and working groups established.

#### **4. Priorities for 2019**

Mark posed the statement '2019 would not have been a success if we have not achieved...', and went around the table and asked each Board member to give their top three priorities:

**Hannah:** improving internal Board communications, more cohesive strategy for delivering fan surveys, succession planning.

**Roger:** stadium (construction on target/budget, consultation with fans, implementation plan), FCB working effectively, a fit for purpose ten-year plan taking on new stadium implications.

**Cormac:** succession planning, stadium, monthly meetings in Wimbledon town centre.

**Anna:** treating the club as a business, longer term strategy, communications (internal DTB, being more transparent generally, quicker decision making).

**Rob:** engage members on phase 1 stadium, more open and transparent club ethos, communicate not just with DT members but also all fans and supporters.

**Jane:** Webjam replacement (free phase of contract ends 2019), recognise the disconnect (building on Wally Downes' recent focus on 'one club'), identify the club's DNA now after achievement of league status and return to Wimbledon.

**Luke:** member led organisation (use fans' feedback as template to guide us each year), identify the working relationships and 'who's in charge' as the FCB could have been challenged more in the past, succession planning.

**Colin:** another 5/10-year plan, stadium, working better with the FCB. In addition, Colin said Exeter have good fans' communications that we could learn from.

**Mark:** critical new stadium issues (date for surrender of the Cherry Red Records Stadium, planning tweaks, finance), succession planning, DTB/fans relationship.

The two sides to **fans' engagement** were aired. On one hand, sometimes nothing can be said or only so much can be said, and this is often for commercial and other sensitivities. On the other hand, we are all together as one club and should hold nothing back; when there is no communication, a vacuum is created which then causes discontent and rumour, voiced increasingly and publicly through social media.

### **Main emerging priorities**

Mark thanked the Board members for their input and **summarised** the main emerging priorities:

- 1. Stadium**
- 2. Succession planning**
- 3. Long-term strategy**
- 4. Engagement including communications**
- 5. Internal workings of the DTB.**

Hannah suggested that under each priority, there would be a to-do list of achievable outcomes, and then Board members can become involved with those outcomes that they are motivated about and/or were stated in their manifestos. Hannah suggested that Colin and Roger should continue with their current **stadium** remit, with the addition of Rob.

It was agreed that **succession planning** should be headed by Mark as Chair and Rob as Vice-Chair, with any decision making taking place around the DTB table.

Mark said that due to his previous involvement, Matt Breach would be valuable in terms of **long-term strategy**. Matt had indicated recently to Mark that he would like to be involved.

*(Later, in the meeting, it was agreed that **communications** should be an overarching responsibility for the DTB. A distinction was made by Hannah*

*between engagement (consultation and dialogue) and communications (the DTB being transparent about what it does).*

The meeting then had a discussion about succession planning.

Following the earlier discussion about **priorities for 2019**, Mark suggested that members should reflect on the priorities that had emerged, and consider which of these activities they would want to be involved in.

**Action: Rob to create a Google Sheet for members to state their priorities for 2019 and which activities they want to be involved in, or which other Board members they think should be involved, to be returned by 18 January. To be an agenda item for the 23 January DTB meeting.**

#### **Milton Keynes mediation update**

The DTB were updated on this matter, following renewed contact from Jim Sturman QC. It was agreed to continue the discussion at the DTB meeting on 23 January.

#### **New preferred stadium contractor**

Rob asked the position as regards the new preferred stadium contractor.

**Action: Stadium group to consider how and when to announce the new preferred contractor.**

### **5. Skills & co-option**

It had been earlier agreed to co-opt someone with financial expertise, and it was pointed out that there was the option to co-opt up to three people onto the DTB.

### **6. Working methods –do's & don'ts, etc**

To be raised again at next meeting.

### **7. Approval of draft AFCW PLC accounts**

Approved unanimously, provided the changes made by Erik in response to Board members' questions had been incorporated.

There was no date set yet for the PLC AGM.

Roger said that there were two vacancies for DTB members on the PLC board. Mark agreed to carry forward to a future meeting.

## 8. 9yrs podcast

The board discussed a paper that had been prepared, as requested by the December DTB meeting, by Jane and Cormac following a meeting between Jane, Tim Hillyer, Nick Draper and Stuart Deacons on 9 December. The paper included views from Tim Hillyer, too, as he had been present at the meeting, even though he is no longer on the DTB. The paper included the 9yrs podcast's account of how their press pass had been revoked and how they had found out about this, and the absence of a response from the club after the 9yrs podcast had written to them.

Colin noted his concern about the comments being seen to incite violence, and that the charity work he is involved in would make his position conflicted if the Trust were to work with them.

After discussion, it was agreed that all members would write their indicative comments in response to two questions posed in the paper, with a full discussion to take place at the 23 January DTB meeting. The questions related to whether the DTB should support or overturn the FCB's decision to revoke the 9yrs podcast's press pass and whether the Trust should cut ties with the 9yrs podcast.

**Action: Rob to create a Google Sheet for members to make comments on the two recommendations regarding the 9yrs podcast, so as to enable a discussion and conclusion at the 23 January DTB.**

## 9. AOB

### **Stadium contractor update**

Colin advised that the proposed meeting with our stadium consultant, Joe Giordano, which had been pencilled in for 14 January so new members could catch up, was not now happening as Erik was not available. Jane pointed out that 'old' members had not been updated or met with the project manager for a while. Roger concurred with Jane's point, and it was agreed that the **whole DTB, not just new members, would be walked through the latest plans.**

### **Future meetings for Jane**

Jane asked if, in the light of the priorities for 2019 item, she should continue with the Junior Dons working group's meeting in the coming week and the diversity meeting with Joe Palmer re the WONDERKID screening. Mark said that she should continue with these meetings.

### **Supporters Direct webinar 28 January**

Rob said that Tim Hillyer would be taking part as part of the supporter-owned clubs' network, and it was agreed that Rob should also phone in and report back. Jane also expressed an interest.

**Share issue**

Roger wished to have an update on the share issue and when it was due to be launched.

**Action: Mark/Rob to raise at FCB for an update on the share issue.**

Finally, it was agreed it would be useful for individual DTB members to sit in FCB meetings from time to time, to increase their awareness of how it functions and the type of discussions that take place.

The next DTB meeting would be on 23 January, 2019.

The meeting concluded at 10.45pm.



## **ANNEX: CANDIDATE STATEMENTS**

### **MARK DAVIS (CHAIR)**

Having served a two-year apprenticeship as Vice-Chair, and then a year as Chair, I am asking for your support to continue in 2019. There are several aspects of the role:

#### **Chairing the DTB**

I promised last year that I would bring strong organisational skills. I have made a number of innovations and improvements:

- Created a committee structure. Whilst not perfect, I advocate that we continue with this approach.
- Improved the timeliness and quality of minutes, recruiting a team of minute-takers and creating a standard template and house-style.
- Enhanced year-end reporting to members.

In terms of style, I seek to balance a consensual approach with the need to bring discussions to a timely conclusion and reach decisions. Chairing a sizeable elected board is an acquired skill. However, despite some difficult issues in 2018, board discussions have remained cordial and I have generally managed to get meetings finished by 10.30 (OK, 10.35).

#### **Liaison with FCB**

Acting as the main liaison point between DTB and FCB is a key part of the job.

My approach has been to be mindful of a proper demarcation of responsibilities between the DTB and FCB, trying to keep our oversight at a strategic level and empower the FCB to get on with their jobs. I recognise that we have a range of views among the DTB as to where the boundary should lie, but I believe we need to empower experienced FCB members and keep them motivated by not micro-managing them. However, the amount of delegated authority we give may vary, depending on who is on the FCB.

It is vital that the Chair is a trusted partner of the FCB during this period.

#### **Chairing SGMs**

I am confident in this role, and with public speaking in general. You will want to consider whether relations with members have been so tarnished in 2018 that the DTB needs a new person to front up to members.

#### **External spokesperson**

I am generally confident speaking to the media. However, due to my day-job, I cannot comment on politically sensitive issues, so occasionally need to delegate this.

#### **General dogsbody**

I have been doing a lot of the stuff that falls through the cracks. I need to do less of it in 2019.

### **ROB CRANE (VICE-CHAIR)**

I'll keep this comparatively brief.

After the recent board election, I think it is important for one of the newly elected board members to hold a senior position within the trust.

If we continue the recent tradition of the chair and the vice-chair attending football club board meetings, then my self-employed status will give me relative flexibility to attend those meetings.

I feel that as vice-chair I would be well placed to offer strategic and practical communications advice to both the trust board and the football club board. This would help both boards to convey to the fanbase and to our members the hard work that they put in and the progress that they achieve.

I believe it would be advantageous to have a brief job description for roles such as chair and vice-chair so that there is clarity and transparency and to help increase accountability. I would look to work with colleagues on the board – and with our non-board members, including former chairs and vice-chairs – to present these for approval by the trust members by the end of the year.

I also think it is important that over the coming year we have a discussion with our members so that we progress towards the chair and vice-chair being elected by the members, not by the board. Maybe I can be the last vice-chair who is elected by the board alone?

### **JANE LONSDALE (VICE-CHAIR)**

I am standing for the role of vice chair because I believe I have the skills and capacity to undertake this role.

#### **Time and experience**

Although working full time (compressed hours) I don't work on Fridays and work from home one day a week, so can accommodate FCB meetings and other trust commitments.

I've been a DTB member for 5 years, so have a good understanding of the working relationships, styles of the board, and the current issues and priorities.

I've set up several working groups for the trust (member engagement/Webjam implementation, Junior Dons (JDs), JDs party and, most recently, the diversity and inclusion group). I have demonstrated the skills required in my day job, board work and working group oversight. I have a track record of delivery. Examples include sourcing, testing and rolling out Webjam; recruiting and overseeing a new Junior Dons team; updating all the wording and letters for Junior Dons; running the JDs Christmas party; DT representative for We are Wimbledon Fund for 3 years and more recently in the Engagement and Comms committee with my role as overseeing the JDs.

I have worked closely with Secretary David Grows previously as he was on the Webjam implementation group as well as an ex-DTB member.

### **Wider Trust involvement**

I have represented the Trust in various fora including presenting to the Supporters Direct (SD) annual conference, in radio and TV interviews, with other fans groups and with opposition Directors.

### **Relevant Training**

In my workplace I have undertaken many courses as part of continual development, including leadership and women in leadership. Specifically for the DTB, I have undertaken the SD board training and attended various meetings/forums as part of wider SD involvement.

### **My motivation**

I have been asked by several members to stand for this role. I'm approached by members to take up issues for them that they feel are not heard. I was one of the first board members to recognise the disconnect and in May 18 when it was discussed the only board member to acknowledge it. This remains an issue and one we will need to deal with as a board. Other issues include parents with young children, disabled and those with limited finances unable to afford season tickets and fundraising initiatives.

I'm very happy to discuss why I am standing for this role.