

The Dons Trust Board (DTB)
Minutes of meeting held at 7.30pm on 26 June 2019
The Cherry Red Records Stadium, President's Lounge

DTB members

Rob Crane (Vice Chair)
Mark Davis (Chair)
Colin Dipple
Roger Evans
Ed Leek
Cormac van der Hoeven
Anna Kingsley
Jane Lonsdale

In attendance

Joe Palmer (Club COO)
Tom Rawcliffe (Club Financial
Controller)
David Grows (DT Secretary)
Roger Edmonds-Brown (Secretariat)

1. Introduction and apologies

Tom Rawcliffe, the club's Financial Controller, was welcomed to his first DTB meeting, and those present introduced themselves to Tom. Tom had been asked to attend as the budget was on the agenda.

Apologies had been received from Luke Mackenzie and Hannah Kitcher.

2. FCB Report

Finance

Mark said the report stated a forecast loss for the year of £1,230.2k, against a budgeted loss of £1,039.3k. Tom agreed that a figure of £1.3m (before depreciation) would be appropriate for the year end capital budget, as there were no other circumstances expected that might adversely affect this forecast.

Football

Joe began by talking about the **player transfers**. Joe explained that although the player budget had been reached, he had been in talks to transfer Toby Sibbick to Barnsley. If the DTB agreed that the fee could go into the players' budget, this would enable the club to bring in another player Wally had said that he would be happy with the squad that he would then have assembled.

Edward asked about the insurance arrangements for players, recognising that injuries would affect future resale value. Joe said this could be factored in, but pointed out there were other players, that we could sell if the books needed to be balanced.

Roger asked how the worth of a player was decided. Joe said in the end it was what people were prepared to pay. In Sibbick's case, his value went up with the all-important first team games he played in the second half of the season.

Rob asked if our medicals were thorough enough. Although we were now signing younger players, Rob wondered if the club should review its medical regime. Joe agreed to some extent, but he said that the club just could not afford full

diagnostic medicals. Joe added that with younger players it was more about mentality and attitude than physical condition.

Mark asked if there were enough strikers. Joe said the overall plan was to get Sibbick out, another couple of players in and to bring Folivi back into the fold- he would be ideal to supply through balls to another newcomer, the winger Roscrow.

Jane asked about **Wally and Glyn's contracts**.

Noting the size of the 2019/20 playing budget, relative to 2018/19, and the requirement for DTB permission to add back more than 50% of transfer proceeds into the playing budget, Mark asked the Board if it was content for the Sibbick fee to go into the player budget. **It was agreed unanimously that the Sibbick fee goes into next season's playing budget.**

Joe was asked about the **pre-season games** in Ireland and Germany. Both trips were designed to establish team bonding and cohesion, replicating to some degree the spirit of his own playing days at the club. Joe said the regrettable short notice for both trips was in part due to the Simon Bassey/Vaughan Ryan handover, but that full details for Germany had now been issued to fans.

Commercial

Jane noted the information that had been provided on the business club. She asked what income and value did that bring back into the club. Rob had also raised this matter some days before with Ivor. Jane said it would be helpful if the costs the club incurred to run Business Club events were known, and **Tom said that in next year's accounts, Business Club expenditure could be shown as a line item in addition to its income.**

In connection with **Match Sponsorships**, Cormac asked if there had been consideration for special events to commemorate our Kingsmeadow tenure coming to an end. Joe said there had been some talk about a kit sponsor dinner, an end of season dinner, and a walk from Kingsmeadow to the new stadium. Leaving Kingsmeadow was a major project in itself, which Joe said would have to be fully scoped out in due course.

Marketing

Jane asked for an update on **Green4 CRM** in relation to DTB membership being added to the CRM.. David said the club had been trying to work out with Green4 what it would take to include their membership system in the CRM, but information on their version 3.10 had been received too late, and incorporating it would only compound the problem. John Stembridge had now gone away with his working group and was rewriting the membership system to make it multi-user. With additional volunteers, this would help John to deal with the associated workload. David recommended that the Board allow John time for him and his group to concentrate on these tasks first, and when complete, an interface could be established between John's system and the CRM.

Merchandise

Joe said there had been a good June and he was pleased to report that there was an expectation of reaching year-end sales of c£282k.

Operations

Rob asked if those fans with **Kingsmeadow red seats** with a commemorative plaque had been told that they were being removed. As it appeared doubtful that the details of these fans now existed, Rob suggested that a generic comment should be put onto the OS. It was agreed that would be an appropriate gesture, so that fans were aware before they turned up next season.

Action: Joe to put together a generic statement for the OS about those Kingsmeadow Red Seats with memorial plaques that had recently been removed.

Joe said work on the **new scoreboard** was shown as 'in progress' on the Kingston Council planning site, and it was expected to be working before the first league game in August. In the light of the 13 August game and its possible requirements, some members wondered if it was better if the scoreboard was still not working by then.

Cormac asked about the extent of the **banning orders** of two Wimbledon fans in Portugal, and Joe said he thought it would be for homes games only, but he would check with David Charles to see if it was for away games as well.

3. 2019/20 Budget

Tom said that last year an optimistic stance had been taken on the 2018/19 budget, and even with the benefit of cup runs, it had been missed by some margin. **This year a more conservative but realistic approach was being taken.** Stretch targets had been put in, for example, sponsorship income, last year's merchandise profits were down due to a one new kit year, ramp up costs were required for NPL to allow for staff to start work before the actual opening, and, in Tom's opinion, the **biggest decrease was in the player budget.** Tom explained the playing budget was a balancing figure after the rest of the budget had been totalled up.

Mark thanked Tom for his work on the budget, and invited questions from the Board.

Roger asked what the **stadium ramp up costs** were for. Tom said it included the costs of stadium manager and groundsperson, and Joe said that a one month delay on the build could actually save money. However, the Stadium Committee Meeting the previous Monday felt it was unwise to delay the Stadium Manager recruitment. Consequently, Joe has asked Buckingham to give a heads up on the internal resourcing needed.

On a query from Mark, Tom said that the interest of £24k on page 2 represented the accrual of the DT bond.

Colin asked whether the **maintenance for the NPL** would be handled by the Stadium Manager or if it would be contracted out. Joe said that a facilities management company would be asked for an option on cleaning, utilities, etc., although the plant room, lifts and other specialist engineering areas would

require a more specific approach. It would also depend on the experience of the Stadium Manager.

Rob asked about the **decline of programme sales**. Tom said this was a general trend amongst many football clubs. On average 600-700 programmes were sold each game, and, as fans obviously valued them as part of their football heritage, from a financial perspective, Tom said the club's approach should be sharper and smarter- there were about 178 unsold programmes per game, so either the print run could be reduced and/or a more active sales effort made on matchdays, perhaps with card payment. Although the programme sponsor, Moorad Choudry, was stepping down, next season the match sponsorship may well embrace the programme sponsorship as well.

Cormac led on to the wider issue of how to **increase the matchday spend per customer**. Joe said he was pursuing the idea of bars in the away section with the Council. Following a question from Jane, Joe confirmed that hot bags and the bottle bar would continue again next season. Jane noted she had seen on twitter that Shakeys were recruiting for a new offering at Kingsmeadow, and Joe said he would look into that, as the contract was soon up. Mark raised the loss to bar profits of cloudy pints of real ale having to be poured down the sink, and Joe said that the wastage had significantly reduced since he had become aware of the situation.

Mark asked if interest should be capitalised during the construction of NPL.

Continuing, Mark reminded DTB members that there had been a £980k loss in the 2017/18 year and that the DTB had agreed to cross subsidise £½m a year from the stadium budget for two years, i.e. £1m in total. This year the amount became £1m due to a pre-existing loss from the year before of about £ ½ m (rolled forward into 2018/19), and then, in line with last year another £1m was paid this year, making £2m in total. However the season just finished, as the figures have shown, was likely to be even worse with a loss at £1.3m, but for the season ahead there was £160k which was actually part of the stadium budget that had to be recognised through the P&L. So it took the figure back to £800k, which was a lot closer to £500k.

Ed asked that if the 2019/20 budget was approved at this meeting, what the mechanism of follow up would be to ensure the budget was achieved going forward next year. Tom said he would be sitting down with each of the three directors involved with the budget, and be more vigilant and proactive with them. Joe said a key element would be Tom and the directors identifying possible stretch targets.

Action: Tom and Joe to identify from July those targets with Joe (football), David (Overheads), and Ivor (Commercial), where there is the potential for stretch.

Ed asked also if there could be a **written down list of 10-12 of these stretch targets**, and Joe said that he and Tom would explore this idea.

Continuing the earlier discussion on increasing match day spend, Jane asked if card tapping could be made more efficient, whether the fees that Mat

had to charge for postage and packing could be reduced, whether there could be an electronic version of the programme, and whether overseas fans could be directly billed and donate as DD did not work for them. Joe agreed with Jane, and he had explored some of the points, although issues related to connectivity for Mat were more difficult to resolve.

Mark asked the Board was prepared to approve the 2019/20 Budget, and the decision was approved unanimously.

4. Stadium Update

The Board said they found Mark's weekly reports from the Stadium Committee Meeting helpful, and it was agreed that Mark would continue to email them to members. As Jane suggested, phone calls could be made if there were questions.

Mark provided an update and overview:

1. The budget had been settling for some time at around £30m.
2. The key question in the next month was when to sign the full contract, taking into account the level of confidence of raising the debt and the equity, and when to sign up for the equity if still conditional on outstanding issues.
3. Buckingham had expected us to sign 1 July. Joe said that the day before the Board meeting, Buckingham had agreed to sign a further letter of intent (LoI no.3 , for £3-4m) to include piling, and their proposed new timetable meant a full Joint Contracts Tribunal (JCT) would not have to be signed until perhaps as late as mid-August.

Finance update

Mark was still proposing a joint DTB/FCB/TWIOF/PLC meeting to sanction the financial go ahead. The sources of funding were:

1. Money in the bank.
2. The S 106 money from Merton Catalyst.
3. Equity, made up of the crowd funding, with some pump-priming from high net-worth individuals.

Mark said the DT over the years had ploughed money into the club, which was capitalised as share issue, and this could now provide momentum to the crowdfunding- 'seeding the Seedrs'. There were three possible sources of DT funding:

1. Cash in the bank.
2. Money that AFC Wimbledon owed the DT.
3. From the 1 August money from membership renewals.

Mark asked for the Board to agree for him to work with Mukesh, Tom and Sean to calculate a figure that the DT could prudently subscribe, whilst allowing the Trust to run normally through the year. Mark confirmed Jane's query that the Trust would still give to the Ladies and Girls Section, and its other recipients. The Board agreed for Mark to go ahead.

Action: Mark to discuss with Mukesh Desai, Tom Rawcliffe and Sean McLaughlin, in order to identify the maximum amount that the DT can prudently give towards the stadium cost.

Crowdfunding

Ed said there were about 3,100 pre registrations so far, and he was pushing Seedrs for a marketing and documentation timetable. Joe said that following the Ivor video, there would be a Sun article, the new stadium would be on the OS, Sky Sports News would be at Kingsmeadow to talk to Wally; and after that we would publicise the investor incentives. Jane asked if anything was intended to be shown to the fans before it appeared in the media. She said that the two hundred fans or so at the 3 June NPL presentation at Kingsmeadow had seen information that other fans hadn't yet seen e.g. what the stadium would look like. Joe explained that Seedrs checking of information was unexpectedly time consuming and that Seedrs wanted 4-5000 pre registrations before the incentives were released. Jane said that from the 3 June presentation there had been an enthusiastic momentum that was now beginning to wane. Joe said 1 July was now no longer the launch date. Mark summed up by saying the frustration felt by active fans was understandable, but it was ultimately Seedrs timetable.

Debt

Tom had sent financial information to Charterhouse. Joe said he would contact Terry Pritchard for an update.

Action: Joe to contact Charterhouse for an update.

5. Milton Keynes Mediation

Joe updated the DTB on the mediation, in the light of the Carabao Cup game announced for 13 August.

6. Volunteer Charter

Mark thanked Jane for completing the finished version on his behalf, taking on board all DTB comments and the DTB agreed it was fit for purpose. Jane confirmed next steps and would send the finished version of the Volunteer Charter to Rick Thomas who, having spoken with David Charles, would then convene a Team Leader's meeting and arrange its distribution.

7. We are Wimbledon Fund (WAWF)

Mark had circulated Joe's WAWF paper the Wednesday before. Joe had gone through the contents of the paper with WAWF. The paper had not been updated since the WAWF meeting. Joe had told the WAWF representatives that he thought a structure similar to the Foundation would be best, so if anything untoward happened, the DTB could step in; they also agreed that there should be a DTB representative.

Mark said it would be difficult to take over an un-incorporated body as WAWF were suggesting, unless they could be a DTB working group with its own Terms of Reference. Jane said WAWF were stating they were looking for 'proactive support from the Dons Trust', which she sought clarification on and believed from a DTB resourcing point of view would not work at the present time - Jane said she was already running two working groups and did not have the time to do the administration required to set up a new working group and governance for a new version of WAWF. Previously WAWF had great ideas but implementation fell to DTB members.. Mark said the various in-out governance and data options should now be laid out and presented to WAWF.

Action: With outline alternative governance models (provided by Mark), and data ownership options (provided by David, and assisted by Mike Berry), Joe to assemble all the options and take back to WAWF.

8. Stadium Naming Rights

Joe had been using an agency to help sell the stadium naming rights, but he had had nothing back and so the contract had now expired. Alternative arrangements were discussed.

PART 2 – DTB ONLY

9. DTB Minutes of the 24 April and 22 May

The minutes of the 24 April and 22 May Board meetings were both agreed unanimously. There were no matters arising from either set of minutes.

10. Comms Ethos/Approach

Rob introduced his **Comms Ethos paper** by saying that it had had to be necessarily generic until the strategy was delivered, when the Comms Ethos would be fine-tuned to support the strategy. It was therefore more about how the DTB engaged with its members. Volunteers would be needed. For example, two would take it in turns to attend Board meetings to produce a meeting summary, as he and Hannah had done until recently. Rob said that these volunteers would need to respect the level of confidentiality required.

Hannah and Rob currently monitored the various DT social media platforms, and Rob explained the advantages of a **dashboard** (software) to engage with a wider range of stakeholders. Jane agreed with the approach, but said that people not on social media should be addressed as well. Jane also cautioned a possible increased workload for Board members in having to make replies. Jane noted this was already happening with board members who use social media being tagged into items and fans expecting replies there. Mark wondered if it could be a platform that we operate and own jointly with the club, with a protocol for multiple users and their response.

Social media dashboard

After some discussion it was agreed to sanction Rob to get a dashboard initially on a trial, and then if Rob so considered, to go ahead on an annual subscription.

Action: Rob to trial the dashboard initially with single subscription (but to explore shared users or possibly two subscriptions), and report back next meeting after a trial, which if successful, with payment of a one year subscription.

11. Strategy Process

There was a meeting planned the next day between Roger, Cormac and Anna. They would also engage with Joe to discuss some ideas about community initiatives that came out from the five public meetings that took place in June.

AOB

July DTB

Action: Mark asked the DTB Secretary to check availability of Board members for the July DTB.

LOI 2

The Board formally ratified an earlier email agreement to go ahead with a second letter of intent with Buckingham (aka LOI no.2).

9yrs podcast

The Board formally ratified an earlier email vote (unanimous) to accept the apology of 9 years podcast, but on condition that for future work a modus operandi would have to be established to the DTB's satisfaction.

WISH

Cormac indicated the progress he was making, and described a timeline ahead for the next two months, with the Board endorsing a proposal at the August DTB. Mark said it would be ideal for this to be completed before the beginning of the season.

Junior Dons and Diversity & Inclusion Working Group

Jane said that following the recent advert,, a volunteer had been appointed to the gifts role for Junior Dons. Due to the number of excellent applications from new volunteers, another applicant was also joining the Junior Dons working group to help with ideas for our teenage Junior Dons. The next meeting was 3 September although Jane had already done the handover to the volunteer handling gifts.

The next Diversity & Inclusion working group meeting was 4 July. Jane was waiting for dates from David Charles for some Diversity & Inclusion events eg Women at the Game and a Wonderkid screening.

Minutes

Mark, Dave and Rob had met before the meeting and agreed a new way of working for the Secretariat. Dave would now edit and distribute the minutes.

The meeting concluded at 22.35.

Signed on behalf of the DT Board.

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Mark Davis, Chair