

Dons Trust Board (DTB)
Minutes of board meeting held at 7.00pm on 18 March 2020
Microsoft Teams virtual meeting

DTB members

Mark Davis (Chair)
Tim Hillyer
Anna Kingsley
Hannah Kitcher
Edward Leek
Jane Lonsdale
Luke Mackenzie
Graham Stacey

In attendance

Joe Palmer (Club CEO)
Klaudia Wieczorek (Club
Marketing)
Tom Rawcliffe (Club Financial
Controller)
David Growns (DT Secretary)
Roger Edmonds-Brown (Minutes)

Note. The coronavirus outbreak meant that the DTB followed the social distancing advice of the Government, and this meeting was conducted online.

1. Introduction and apologies

Jane had provided apologies but joined during the meeting, Tim Hillyer was listening and would text messages, and Anne Williams was not present.

PART 1 – WITH FCB REPRESENTATIVES

2. FCB Report

Mark said that the coronavirus outbreak had impacted the club's operations and the stadium project.

Coronavirus impact on Operations

The EFL had suspended League 1 until 3 April, also stating that it wanted to get the 19/20 season finished. Some financial relief had been announced by the EFL, but the coronavirus outbreak already presented major challenges to the club's operations.

Coronavirus impact on Stadium project.

If the season did not finish, there would be a loss in matchday takings, season ticket refunds and in sponsorship income. This potential loss be a hole in the budget for this season, without considering the effect on next season's budget.

Tom said that the remaining EFL distribution money for the rest of this season would be paid to us in advance the following day, which would help with cash flow through to June 2020. The EFL also were providing an option of an interest-free loan, but the club would lose that from the distribution money during next season.

The club office had closed down for the immediate future - one of the members of staff had shown coronavirus-like symptoms. Tom said that most of the staff could work from home.

Joe joined the meeting.

Coronavirus impact on Stadium construction

Buckingham were still on site and the work was continuing to progress. The problem may be in a few months' time when the internal fit out work by mechanical and electrical engineers was due to start.

3. Stadium & Financing

Recent events

- The DTB received an update on the latest debt, equity and stadium naming rights situation.
- The stadium naming rights deal had fallen through.
- The Kingsmeadow lease ended on 30 May, and various contingencies were being explored by Joe.
- Good progress had been made by Klaudia and Jill Dawson (using her Chelsea and Brentford experience) on producing the first draft of the Operational Plan scheduled for mid-April.

Mark said that in these challenging and unprecedented times, tough decisions would have to be made by the club going forward.

Financial and Staffing Implications of Coronavirus on the club

Edward said that Barnet FC had released its entire non-playing staff, and asked Joe if the club had looked at **staff costs**. Joe said that by asking season ticket fans and sponsors not to take their money out, the financial impact could be largely mitigated this season, and the club could then financially plan in the meantime for next season. Joe said that the EFL were determined to finish the season. Edward said that non-football costs should be looked at now, as it was not known yet when the football would restart. He added that although there was an EFL update due on 3 April, cuts should be considered in this season to ensure the club's long term viability.

Mark said that for planning purposes the club should draw up a cash flow projection to cover this season and the following season through to June 2021.

On a question about continuing **recruitment** of new staff for the stadium, Joe said the single most important factor for the club was to complete the stadium build, and noted that this would be incompatible with any recruitment embargo.

Edward asked if Buckingham could slow down the work, and Joe said that would be difficult as Buckingham didn't want extra costs on a fixed term contract.

In consideration of the previous discussion, Mark asked Joe to model three scenarios for the club. This would show the club the financial effect of the various choices that it could be facing.

Action: Joe and Tom were asked to provide club cash flows through to June 2021 for three scenarios on the stadium build.

Communications

Joe said that any messaging to fans and stakeholders should not jeopardise the loan.

Joe said that most fans would have been aware of the impact of coronavirus through the EFL statement, and that they should be told that this represented a challenge and the club would need the fans' support when football started up again. Joe agreed to put together an appropriate message, and welcomed any suggestions that DTB members would like to send to him in the next day or two.

Action: Joe to agree a fans communication on the EFL statement on the 19/20 season, with DTB members to forward suggestions to Joe.

The club's staff and stakeholders would be communicated with, as appropriate.

Action: To consider the messaging for staff, suppliers, PL Bond investors, and potential money sources

Mark asked Joe what staff morale was like at the moment, and said that if the DTB could help in any way to let him know.

Mark said that coronavirus had put extra work pressures on himself and Jane, and there was a need for Joe to keep healthy so as to continue to deliver on the stadium, etc. He cautioned that with the pressures on the whole team at home and at work, there had to be a need in these extraordinary times to be realistic about what we could achieve.

4. Ticketing & Membership

Ticketing Strategy implementation plan

Joe said the aim in 3-4 weeks was to launch a data collection exercise for the initial phase of the 'Coming Back Home' campaign. This would use a single holding page enabling people to sign up and register their interests. Ticket prices would be publicised at this stage.

Then in 6-8 weeks, sales for Season Tickets and membership cards could be physically taken through the new platform.

Luke observed that some clubs were already selling season tickets as a financial hedge, but Klaudia said the platform had to be in place first.

Joe said existing Season Ticket holders could be asked in the next week or so about their seating preferences.

Safe Standing

Joe said that the Government report on safe standing was due at the end of the 19/20 season, with some indications that its stance may change. This issue could affect the South Stand capacity and our ticketing strategy, and Buckingham had been asked to quote on the potential situation.

The FSIF grant had about £200k outstanding, whilst the club wanted another £220k, with an extra £60-70K for rail seating, so this was nearly half a million pounds that would have to be paid back. Mark asked Tom to advise on the timing of the FSIF pay back arrangements.

Action: Tom to find the FSIF grant letter for the DTB to better understand the grant conditions.

New Stadium Ticketing Strategy

Mark thanked Klaudia for circulating the PowerPoint presentation of the ticketing strategy that had been tabled at the 19 February DTB meeting.

Hannah queried the statement on the last page under risks that 'the current data will have to be migrated to new system. Joe advised that the database integration was a fundamental requirement of the strategy, and Klaudia said she was 'very confident' that the integration would be successful. She had been working on this with David, and an external company had been contracted to oversee this transition. Any delays would increase costs, added Klaudia.

Ticketing consultation

Graham said the feedback provided a mandate and confirmation of the price increases particularly at the premium level, that middle price seat increases should not be more than 10%, and that young people should pay reasonable prices.

Hannah said that there were some issues with inCyyte during the consultation, and Graham said that the 'opt in' option should have been reinforced so that members could have had their say. Joe and Klaudia said inCyyte, which was free, was potentially a good money making platform for the club - as well as increasing the size of the database.

Communications

Mark asked for a communications plan for the membership from Joe and Klaudia, and Hannah asked for the feedback of the survey results to be included.

Action: Joe and Klaudia to produce a communications plan for the membership, to include feedback on the survey results

5. Preparation for DT SGM / AFCW AGM

The next day the PLC AGM was due to take place, with appropriate social distancing protections in place. Mark said Iain McNay would not be present due to its 8.30pm start, and Mark planned to chair instead. The following PLC directors and officers said they would be able to attend: Joe, Edward (if needed), and Tom. David said he would be there for the minutes.

Klaudia and Tom left the meeting.

Jane joins the meeting.

6. Naming rights

Joe updated the board on the naming rights situation and a naming rights commission proposal.

Joe left the meeting.

PART 2 – DTB ONLY

7. Minutes

David had forwarded the 15 December and 18 January minutes to Dominic to post up, but that did not appear to have been done.

Hannah asked for them to be resent to her.

David was awaiting the 19 February minutes from Roger.

Jane offered to do the 9 December SGM with summary notes, and include a published 9yrspodcast video with thanks to Mark Hendrixx for providing it.

8. 2020 priorities

With reference to the spreadsheet of responsibilities, Hannah said that due to the confusion over recruitment and lack of process in some areas, she proposed an additional 'oversight of club's performance

management' under FCB oversight. This was agreed, and Luke agreed to take on this item.

The meeting proceeded to fill in the gaps where possible, whilst ensuring an equitable spread of DTB member responsibilities as follows:

Stadium & financing

14 Selling brick plaques etc. : Not decided

Bringing members & fans with us

26 Reinvigorating SGMs & AGMs : Hannah as 'penholder'

Long-term strategy

29 Consultation: See action

Action: Mark to ask two previous DTB members they would be interested to support this item.

(Note: The meeting agreed to defer the Strategy Meeting and to schedule them twice a year)

30 Business strategy: provisionally Anna

Other working groups

47 Sustainability WG: Graham

48 Dons Local Action Group: DTB agreed to support this in the future

History & heritage

52 Establish modus operandi for future: Tim to report back to DTB from WiSH.

Getting the basics right

61 Treasurer liaison: Not decided

65 Rota (kiosk, entertaining, etc): David ?

66 Fundraising (liaison with GGs & DD): Anne to be asked by Mark

69 Updating kiosk guidance: Anne to be asked by Mark

70 Stadium relocation: David (changing registered address). Anne to be asked by Mark

Action: Hannah to produce an edited version of the spreadsheet for Proboards and the OS.

9. Vice President's Code of Conduct

DTB members to make colour-coded comments on the paper, and to discuss and sign off at the next meeting.

10. Template for DTB papers

Jane outlined the paper she had prepared which set out a template for papers coming to DTB meetings to ensure relevant information was available to aid decision making. The meeting members were content with this paper and agreed to the template along with papers being received 5 days in advance of the meeting.

11. Governance paper

The meeting members were content with this paper. J

Action: Jane would now circulate to the various Boards to complete as relevant, and then Jane and Edward to review.

12. Calendar of fan engagement

Graham to circulate by email for DTB members to add comments.

13. Communications working group

Graham to circulate by email for DTB members to add comments.

14. Next steps on London Living Wage

It was agreed to roll this item on to the next meeting.

15. AOB

Junior Dons' membership and database issues

Action: David and Hannah to talk to John Stembridge about the need to migrate the DT database into the club's new database.

Jane noted she had met Klaudia (as Joe was unavailable) to discuss the Junior Dons offer following the February meeting.

Honours Committee

Luke asked if anyone knew a contact for two former players

John Woodruff


John Woodruff had retired as the club's Programme Editor and the Dons Trust Board thanked him for his valuable contribution to the club and its heritage, through the performance of this role.

Action: Mark to send formal thanks to John Woodruff from the DTB on his retirement as Programme Editor

Action: Mark to ask David Charles the arrangements if a programme editor is needed in an extended 2019/2020 season

The meeting concluded at 11.05pm.

Signed on behalf of the DT Board.



.....
Mark Davis, Chair