

Dons Trust Board (DTB)
Minutes of board meeting held at 7.30pm on 15 April, 2020
Meeting was held virtually and recorded via Microsoft Teams

DTB members

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

In attendance

David Grows (Secretary)
Joe Palmer (Club CEO)
Tom Rawcliffe (Club Financial
Controller)
Conor Daly (Minutes)

1. **Introduction and apologies**

Conor Daly was introduced as minute taker. There were no apologies.

PART 1 – WITH FCB REPRESENTATIVES

2. **FCB Report, inc Covid-19 update**

Joe presented the FCB report and a detailed update on the ongoing situation with regards to Covid-19.

Joe and Tom are continuing to work on the complicated furloughing procedures whilst simultaneously working to meet the need for specialist staff recruitment around the new stadium. Proposals for hires will be presented shortly.

Questions and comments were invited and during a lengthy discussion, the key points that were raised are:

- The possibility of bringing forward sale of season tickets for the 2020/21 season was discussed. The club will release a new home, away and training kit for this coming season
- Joe noted that the financial modelling was highly sensitive to readmitting fans to attend games
- Joe explained that conversations were ongoing regarding when and where, fans may be readmitted to games. The club has investigated the feasibility of playing at one of a range of different alternative stadiums, if they are required for any period of time
- Mark noted that Joe, unexpectedly, had a lot of issues to handle suddenly and wanted to confirm whether Joe had the support

that he needed. Joe and Tom were complimentary of the immediate impact the hire of a part-time HR manager had made. Joe confirmed that he did not require additional resources.

- Tom highlighted a substantial charge that the club has been billed for a burst pipe on the club's premises at Kingsmeadow that Thames Water are saying we are liable for. This cost was unforeseeable and not budgeted for. Tom is working with Paul Moran to try to mitigate this cost

3. **Stadium Update**

- Mark noted that there were no immediate decisions to be made
- There was an update on stadium financing.
- Edward confirmed that the deadline for subscriptions to the Plough Lane Bond was on 14th May.
- Tim noted that he still owed Mark a report on converting the outstanding Plough Lane Bond commitments. A follow-up campaign via telephone and e-mail had seen payments completed by 15% of the outstanding amounts. Tim noted that unfortunately there had been some cancellations but that generally, he was positive further conversions were possible and that a report would be sent before Monday. Tim agreed to work with Bond Admin to come up with a plan to handle the large number of micro payments involved
- Mark noted that Mukesh Desai would be standing down after year-end as Treasurer, in order to spend more time managing his business at a difficult time for its clients

Actions: Tim to work with Bond Admin and reply to Mark with a plan to handle micro payments.

4. **Ticketing and Membership Status/Update**

- Joe noted that there has been a very positive response on season ticket sales proceeding at those clubs that have proceeded with launching season ticket sales for next season. Joe expected season ticket and membership campaigns to go ahead in the next eight weeks. The plan will leverage two new software platforms: a data platform held by Alphametrics and SecuTix, a new ticketing platform. Joe outlined the plan of an extensive e-mail campaign to season ticket holders, beginning Monday, involving more targeted communications across a range of different subjects
- Hannah asked how prioritisation would work for early season ticket sales. Joe described how this would function and agreed with Hannah that it was important that this was communicated
- Jane enquired as to the costs of the new system; how the procurement processes were run; the cost of new IT in the new

stadium and the staging of proposed communication regarding ticketing or membership

- Tom confirmed that the new systems had been identified as upfront costs in IT spend for the capital budget and then the operating budget going forwards. The club had worked with Ultima to provide project management assistance through the procurement process. SecuTix had been selected following positive feedback from users at Everton, Southampton and Brentford; the contract is currently being reviewed. On the subject of wider spend, the figure allocated in the capital budget was used to try and futureproof the club in the event of promotion or large growth in the stadium. This can be reassessed if it is too much
- Joe also responded to Jane regarding the proposed communication on Dons Trust+ members. He intended to distribute a survey on Friday 17th that would focus on the desire for existing season ticket holders to retain similar seating positions in the new stadium. This would be followed up with a broader communication on the 27th regarding pricing updates
- Jane highlighted that the price of some packages are changing.
- Mark asked Joe whether it made sense for the e-mail regarding changes to pricing to the Dons Trust+ to come from the DTB. Hannah volunteered to draft a communication with Graham's help and Joe confirmed that Klaudia Wieczorek will assist
- Mark commented on the fact that we have not changed pricing of membership and commented that there should be a surcharge for those members receiving communications in paper format
- Mark asked Joe's view on which stands the initial season ticket allocation should be rationed to. Joe confirmed that he was working with Buckingham on the final seating plan and would require this to confirm as well as to help SecuTix map the stadium in their software
- Luke asked about what the club could do to help existing season ticket holders undergoing temporary financial stress who may want, but be unable to, renew at this time. Joe welcomed this thought and different approaches were discussed
- Tom noted that there remain issues with data on season tickets and 20% of all applications had an admin error on them. Edward enquired as to the quality of the data with the new IT systems. Joe believes that the software is the best in the market and provides a high level of automation.
- Joe confirmed that he was working with Rick Thomas (Volunteer Liaison Officer) and David Charles on the subject of volunteering at the new stadium. Jane noted that different teams were taking different approaches on volunteering in the new

stadium. Mark noted that he has spoken to Rick, who was relatively optimistic about volunteer retention.

- Mark asked about budgeting for stewards in the operating budget. Joe confirmed that a third party did a review and flagged concerns, Joe has arranged with Paul Moran, Phil Clark to review this.
- Jane noted that John Woodruff is retiring as Programme Editor and asked if we had planned to do something to thank him. Joe confirmed that he was happy to arrange something.

Actions: Joe to send DTB working document on ticketing status. Hannah and Graham to author draft communication regarding proposed Dons Trust+ pricing. Joe to arrange something for John Woodruff's retirement.

5. **London Living Wage – Next Steps**

- Mark recounted previous discussions on this matter and noted that the London Living Wage had materially increased since it was first discussed
- Jane noted that it has been on the agenda for at least five years, and suggested discussing with members again
- Mark noted that the club had previously complied and then perhaps inadvertently did not comply when the costs jumped
- Mark was clear that the DTB owed members transparency on the issue of paying the London Living Wage
- Tom described the costs involved; highlighted the issue of young professionals and warned of the second-order cost-inflation effects that compliance may bring; he noted that our income is not proportionately higher, relative to the national Living Wage, as a London club.
- There was a discussion about how LLW might apply to the club's contractors.
- Mark asked Tom how much work would be involved in a cost-assessment. Tom believed that this was easy to calculate but could not account for second-order effects
- Tom pointed out that scholars would be exempt as they are all under 18
- Hannah asked what other London clubs did regarding the London Living Wage
- Tom confirmed that four clubs conform, up to half do not.
- Tim, Graham, Hannah and Jane agreed that they were strong advocates of conforming but only when the financial situation in the new stadium was better understood. Hannah and Jane noted that a timeline should be established for doing this

- Tom noted that conformity was contingent on the London Living Wage being paid throughout the club's entire supply stream

Actions: David Charles and Tom to send analysis of cost implications of conforming to the LLW and to discuss at the next board meeting

Joe and Tom left the meeting

PART 2 – DTB ONLY

- Mark noted that Joe and Tom seemed to be working extremely hard and successfully juggling a lot
- Jane questioned what had happened following Joe approaching the DTB with proposals for three additional hires a little while back. She also recalled that Mark and Anna had discussed with Joe the need for some assistance in recruitment.
- Mark believed that the key roles to be recruited were Stadium Manager; Head Groundsman and a Revenue Controller. The new part-time HR worker was performing to a high standard and had agreed to help on recruitment
- Luke expected that no-one else would join for the time being, given other staff have been furloughed
- The group discussed the different obligations between workers and employees. In the end it was agreed that the arrival of the new HR person meant that these issues would likely be addressed.

4. **DTB Minutes**

- Mark noted that no minutes had been drafted for 19th February or 18th March.
- Jane noted that the DTB's aim was still to complete a summary of the meeting and produce the draft minutes usually within a seven day period, which are then circulated to board members before approving at the next meeting and publishing.
- Hannah noted that a new volunteer had joined to complete a summary but, since transitioning meetings to an online format, has not since followed him up. She noted that she does not have capacity to complete this currently but also flagged that she was conscious that we have not published meeting summaries for a few months now.
- Jane noted that the DTB would likely come under further criticism for not producing these minutes
- Hannah intended to revisit conversations with two volunteers to support the Dons Trust Board in providing more timely updates.

- Mark noted that traditionally the roles of minute taker and summary provider had been seen as very different
- David noted that subsequent minutes should be published in the order that they are completed and Mark concurred
- Mark thanked Jane for her work in producing the minutes from the December SGM meeting. She said that, if provided with a recording of the January meeting, she might be able to assist with providing minutes for them.
- David noted that he took minutes at the AFCW PLC AGM in March and undertook to find out who was responsible for taking minutes at the DT AGM in January.

Actions: Hannah to contact two volunteers in respect of picking up volunteering again.

5. **Status of the Dons Trust Audit**

Mark updated the group on the situation and announced that, owing to various unexpected delays, the auditor was now insisting on including a risk factor on the, highly unlikely, possibility that matured Dons Trust bondholders might all redeem simultaneously, in the current austere financial climate - triggering an insolvency event at the football club. Working on the basis that the DTB would be content with the way the risk was described, Mark announced that the auditor's work would then be complete.

The DTB unanimously voted to approve the accounts

Actions: Hannah to sign accounts with Edward electronically and then send to David. David to send this to Mukesh for the auditors to allow for David to complete the filing with FCA for accounts on our annual return. Mark to write short paper updating members on this language inclusion for the next SGM. (Post-meeting note: it has subsequently been agreed that DT members should be given the opportunity to approve the annual report afresh at the next SGM.)

6. **Any other business (AOB)**

Mark invited AOB items from the group:

- Jane noted that the next SGM was calendarized for 29th April
- Mark suggested hosting one online although flagged that it may be difficult to host, would exclude certain members, and that there was no urgent need for one. Jane agreed that there may not

be a need for one to the current timescale but that communication with members should provide the ability to ask questions

- Jane encouraged the group to use ProBoards to acknowledge the late minutes and to remind members to ask their questions there

- Hannah noted that this seemed a lot of communication and volunteered to author a general update covering some of this material, distinct from the stadium and contract updates – which would include an outline of board members' agreed priorities for 2020.

- Jane noted that the governance paper discussed last month had been sent round to the sub-committees. She has, so far, received one response and these comments have been incorporated.

- In order to give a sense of normality, a Junior Dons newsletter had been sent as well as requests for Player of the Season votes. A move to pre-signed, printed cards will ensure Junior Dons continue to receive their birthday cards. An article will also be sent, including Joe Piggott wishing a very happy birthday to junior members who otherwise would be in the matchday programme.

- Jane was also keen to note congratulations and recognise the work of the Dons Local Action Group

- Tim wanted to follow-up on the e-mail exchange regarding the Code of Conduct for Club Presidents. Mark promised to follow-up with the Board via correspondence

- Hannah noted that the DTB had previously promised at the end of the last meeting to share its priorities with members; these have shifted slightly but should be communicated.

- Hannah agreed to add board members' priorities for 2020 to profiles on the DT website but would send a draft before it was done before noting that an update was still in order to be added to ProBoards.

- Graham reiterated the importance of ensuring that e-mails going out from the club concerning DT membership, should be shared with the DTB prior to circulation, for a sense check.

- Hannah noted that any communication from the club would inevitably result in questions coming to the DTB and so it would be important to see this in advance of going to fans. Graham requested a cheat sheet to be prepared with answers to questions. Mark agreed to ask for the draft communication to be circulated but noted the short turnaround Mark noted that an individual had been proposed as a potential co-optee to bring commercial skills to the DTB. None of the DTB raised objections to this, though some noted they did not know the individual concerned and Mark undertook to follow up with him.

- Jane thanked Mark for his recent work, especially given how busy his day-job was

Actions: Hannah to draft general update communication. Mark to respond to the board regarding the Code of Conduct for the Vice President role. Hannah to send draft of priorities next to biographies for the website. Mark to ask club for draft of Friday's communication to season ticket holders. Mark to have conversation with individual proposed as DTB co-optee.

The meeting concluded at 10.54.

A handwritten signature in cursive script that reads "Mark Davis". The signature is written in black ink and is positioned centrally on the page.

Signed on behalf of the DT Board