

# **Dons Trust Board (DTB)**

**Minutes of board meeting held at 7.30pm on 23 June 2020  
Meeting was held virtually and recorded via Microsoft Teams**

## **DTB members**

Mark Davis (Chair)  
Alastair Brown (Co-opted)  
Tim Hillyer  
Hannah Kitcher  
Edward Leek  
Jane Lonsdale  
Luke Mackenzie  
Graham Stacey  
Anne Williams

## **In attendance**

David Growns (DTB Secretary)  
Joe Palmer (Club CEO)  
Klaudia Wieczorek (Club Marketing)  
John Stembridge (DT Secretary)  
Graeme Price (Observer)  
Roger Edmonds-Brown (Minutes)

## **1. Introduction and apologies**

Mark welcomed everyone to the meeting, which was a continuation of the 17 June DTB meeting. John Stembridge, the Trust's Membership Secretary, was also welcomed to the meeting. Apologies were noted from Anna Kingsley.

## **PART 1 – WITH FCB REPRESENTATIVES**

## **2. Integrating DT and Club Databases**

Mark introduced this item, and said there were now a number of issues around the DT and club databases that needed resolving including:

- The age at which Junior Dons move up to the next category
- The age at which concessions begin for the DT and the club
- An update on the integration of the DT and Club databases
- The timing and mechanism of DT renewals

### **Age alignment**

John said that currently Junior Dons were 0-15 years, Young Adults were from 16, and from age 21 onwards they became standard senior members. Voting rights were from 16. He understood that the ages proposed for season tickets were Junior Dons under 11 and 12-17, and then 18-21 for a Young Adult, thus producing an age range mismatch between DT and club. Currently 16 and 17 year old Junior Dons had a vote, but the club proposal was that Junior Dons would not be part of the Trust but part of the Club, he added.

Klaudia agreed there were these differences between the two systems, but this situation could be handled internally by letting Junior Dons know that, when they reached 16, they became voting members of DT – as Hannah had also suggested. Hannah also thought it made sense

that the club took over Dons Trust membership data so that everyone's data was in one place.

Junior Dons currently paid £10 pa with £5 renewal, and Young Adults £10 pa each year.

John wondered whether it was operationally possible for 16 to 20 year olds to be both a young adult for the DT and a Junior Don for the club. Klaudia reassured John that the system could flag the two categories of 16-17 year olds. David agreed with Klaudia, as from his practical point of view of having to generate mailing lists, he could not see an operational difference between the DT and club systems.

Jane expressed some surprise that John claimed the club's ticketing proposals involved a rebranding and a moving to the club as they would still be administered (for JDs) by the Trust and noted that bringing JDs under 18 would bring it in line with full time education requirements. Mark asked whether the Junior Dons membership money would go to the club or the DT. Joe said that Dons Trust + would have to be dealt with revenue-wise by the club when the club database was fully functioning, but he said the amount involved was relatively small and all money came to the club eventually in one form or other.

Alastair clarified that this issue was being raised because although DT and club had been in synch at Kingsmeadow, the proposed ticketing age ranges would now create age category differences.

Jane pointed out that from a safeguarding point of view, when emailing an under 18 the club would also have to send an email to their parent or guardian. It was agreed by Joe and Klaudia that the Junior Dons Working Group activity would still continue, with Jane drawing relevant lists from the club database.

**It was agreed that the club should take over the Dons Trust membership database once the club database was appropriately developed.**

**It was agreed that, using the club database, a Junior Don on turning 16 would be informed that they had voting rights.**

### **Concessions**

The club age for concessions was 65, but for the DT it was 60. It was agreed alignment was needed. There were about 240 or 10% of the DT adult membership in this age category.

The concessionary rate was £10 pa, and the normal adult rate was £25pa, with DT+ £35pa. It was acknowledged that these were not large

differences and that people in the 60-65 age bracket generally had more disposable income. It was agreed therefore to increase the DT concessionary age to 65.

David suggested that the increase should be made to everyone in that age category in one go, rather than drag it out over 5 years. Tim added that this change should be made publicly.

**It was agreed that the DT concessionary age be increased to 65, and all those that this would affect be communicated with in an open way.**

### **Intermediate age range**

Currently the DT Young Adult age range was 16-20 and the club's Young Adult was 18-21, and the meeting agreed that the DT Young Adult age range cover 18 to 21, which would also coincide with the 'college years'.

**It was agreed that a DT Young Adult would have an 18-21 age range.**

### **New DT age ranges**

As a result of the above, Mark summarised the new DT age range structure as **0-17 Junior Dons with voting from 16, 18-21 Young Adult, 22-64 Adult and 65+ Concession.**

### **Financial implications**

There were revenue losses for the extra Junior Dons year at £10 rather than £25 for 20 year olds, but gains from those 60-64 who would now pay £25 rather than £10. It was agreed that these decisions would probably cancel each other out financially.

### **Implementation**

Klaudia had sent a project plan to David, John and Joe. Given the current priorities of getting the club database functioning for ticketing, etc., Klaudia agreed with David's advice to use the existing DT membership system to run the August renewals. Mark clarified with Klaudia that the DT database would be migrated across at some date from August. John said that DT members who wanted to upgrade to DT+ would have to be catered for by the club system. It was later clarified this would happen on the migration of the DT database to the club, when members would be able to access through their personal account. With the huge changes the club was undergoing, David agreed that this plan was the best solution, being the quickest and easiest to implement, and with the lowest risk.

Mark asked Klaudia to continue to progress this issue with John, Hannah and David.

**It was agreed that the DT renew this years' memberships effective on 1 August, with the usual mail out and membership cards. The data to then be migrated to the club database when practical, and subsequent DT operations such as mail-outs, etc. would draw lists from the club database.**

**Communications should take place with fans** as soon as possible to advise that 1 August DT renewal will be done in the normal way with email reminder and the DT card sent in the post, the concessionary rate for DT membership was now from 65, and that Members' details would be migrated to a club system in a few months' time, when members would be able to log in to their account.

**Other issues** that would need to be addressed were:

- Practical assistance for those less IT gifted who might need help accessing their personal account in the new club system
- Should the DT renewal date be changed to the joining date?
- The current DT card was useful mainly at SGMs and AGMs for identification purposes, and it was not scannable.
- The data that could be potentially held on scannable ST, DT+ and DT cards had to be discussed and agreed during the next 3 months. The Board noted that card readers were relatively costly.
- Should members, particularly those overseas, be charged for posting in the future?

### **DT membership update**

John said there had been quite a few new members that had joined recently. There were now currently 3,904 members, including 413 Junior Dons, 688 (currently over age 60) senior members, and about 120 with other concessions- students, those claiming Job Seeker's Allowance (24), and those on Incapacity Benefit (6).

Jane said that, in addition, last season there were 84 boys and 149 girls in the Academy who were Junior Dons.

### **Other Concessions**

There was currently not an alignment between the DT and the club for those claiming Job Seeker's Allowance and for those on Incapacity Benefit. Only the DT recognised these groups for concessions.

It was agreed that to pursue the concept of a 'one club' approach the two systems should align, and in these difficult coronavirus times, those who were at a disadvantage through circumstances beyond their control should be given support. Therefore, it was agreed that the club should align with the DT. Joe said they could be put into the club's over 65 concessionary rates, and said that this positive and responsible

move should be communicated to fans. Alastair offered to assist Klaudia to produce a club statement.

**It was agreed that those in receipt of Job Seeker's Allowance and Incapacity Benefit were now eligible for the club's over 65's concessions, aligning the two systems to reflect the 'one club' ethos.**

**Alastair agreed to work with Klaudia on Comms to advise fans of the new concessions policy.**

Klaudia, Joe and John left the meeting

## **PART 2 – DTB ONLY**

### **3. Follow up to 9 June online meeting (Deferred from 17 June DTB meeting)**

Mark welcomed comments and reactions from the DTB to the 9 June online meeting. It was the first such meeting and a bit of an experiment. It had engaged some members, perhaps for the first time in some cases, and had generated both positive and negative responses, some of which had spread onto social media (asking for example where Board members stood on fan ownership).

Feedback was as follows:

- Jane felt it worked well, and was rather like a conversation. There were some negative reactions, but this should be seen as a healthy consequence of engaging with members.
- Edward said he enjoyed it more than SGMs.
- Alastair said there was a good exchange of views, and the DTB showed itself as being transparent.
- Tim said there were some unanswered questions, due to their difficulty and/or importance, which needed to be responded to. Tim offered to work on providing answers, and Mark suggested grouping into topics. ProBoards was suggested as a platform, and Hannah said she could create threads in ProBoards with the questions. She had noticed Mark had been active in responding to members on ProBoards, and expressed some concern about how much time this was taking.
- Luke said in future a strategy needed to be in place to deal with a large number of questions being asked at the event as some board members had been answering during the event.
- Graham suggested in future questions should be followed up within a week. He had been told that the format of surgeries enabled more of a 1:1 interaction and would be welcomed.

- Edward added it was less of a broadcast by the DTB and more interactive in nature between the Board, Joe and the DTB.

Mark said there was a favourable consensus towards repeating the online format, and asked if the Board could see SGMs conducted in a similar way. The Coronavirus restrictions may dictate this anyway, he added.

David said for an SGM to be quorate it needed 20 people, and they could be volunteers who sat in a room to deal with the formal matters, and the rest could be done online.

Jane said that the formal matters should be presented in a way that members found interesting, and online voting should be looked into.

Hannah suggested publishing the agenda before the meeting, whereby it would be clear what time the formal business and the interactive engagement sections of the meeting would be.

Legacy items for a future SGM included approval of accounts, any outstanding members' resolutions, the PLC directors that were approved, change of registered address from Kingsmeadow to the new stadium, and MK.

It was agreed that the next SGM should be in September, and David was asked to begin to make the arrangements.

**It was agreed that the online meeting format should be repeated, and SGMs could consist of the formal business which would be made quorate, and the rest to be an online meeting. It was noted the SGM may have to be online due to Coronavirus restrictions anyway. A way of voting in an online SGM meeting should be explored.**

**Outstanding questions from the online meeting to be grouped together by Tim and Hannah, advertised on DTOS and transferred onto ProBoards so as to provide some level of response in the next week or so.**

**It was agreed that the next SGM should be in September, and David would canvass the DTB for a date and then publicise as and when appropriate.**

Following the 9 June online meeting there had been a social media post asking where **each member of the DTB stood on fan ownership**. Mark said his stance was that he welcomed a diversity of views, and he had emailed each DTB member to give their stance on fan ownership in

c200 words for an article he was putting together. On advice from Hannah, it was agreed it could be published on ProBoards as an attachment.

Mark said there had also been a message on ProBoards asking about the **shareholdings** of the DTB, and Mark asked if all Board members could indicate to him their holdings in the original shares, Seedrs shares, DT Bonds and Plough Lane Bonds. Tim pointed out that a declaration of shares was made to the Board Secretary as part of the DTB election process. Jane noted shareholdings were available through Companies House and noted that she had been asked why she hadn't contributed to Plough Lane Bond – as it was assumed by some she hadn't because she had done it anonymously and so it wasn't visible to members and questioned the motive for knowing this information. . Alastair also had misgivings, asking exactly what was the point of publicising the amount of shareholding. It was also highlighted that the club had a share register lodged with Companies House that was in the public domain.

As there was some resistance to his original idea, Mark asked as a first step for each DTB member to send to him their preference on a spectrum of 'Publish all my club holdings' to 'Please search Companies House for shareholders' and he would collate the information.

### **Stadium Project timeline**

Mark said another strand of debate, and also cause of criticism towards members of the DTB, had been surrounding the stadium project. Jane had felt that the stadium project had been used by some, particularly in the last year, to make unfair, historical and personal attacks on one or two members of the DTB. Jane's suggestion of a stadium project timeline from the project's inception in 2008 to now was to remind and inform people of the amount of work and what a huge achievement it had been and hoped it would create a perspective for those that sought to criticise only what had gone wrong. Tim commended Jane in putting this timeline together, which he believed would be very helpful in meeting her objective. Tim added that some of this criticism was deplorable, and he gave all credit to the Board in general, and to those singled out for harsher treatment, for their stoicism.

Mark felt that when completed, it was best for the timeline to be published once the stadium had been completed. Graeme said the timeline could be very useful to develop the lessons that had been learnt so as to inform future build out of the stadium.

Jane asked Mark how in the meantime the abuse could be alleviated. Mark asked Jane to carry on and complete the timeline, and asked each DTB member if they could address any stadium comments on

ProBoards and social media by pointing out the project transparency that the Board had experienced through, for example, feedback from the weekly Stadium Committee Meetings.

#### **4. Governance (Deferred from 17 June DTB)**

A group of Imperial College MBA students had been commissioned, as their dissertation project, to do a Governance Review for the club, and it would be presented at the 15 July DTB. Luke said he had a list of their names and qualifications, and he would circulate it to DTB members. Jane said that to do the presentation justice, she asked if the report could be circulated before the meeting, and Mark said he would ask the question.

A discussion took place as to whether the long term aims and objectives should be established before a governance review, as had been suggested by some of the Board at the 17 June DTB in the Fan Engagement Calendar item.

Jane said it was for the membership to decide the direction of the club's travel, and the Board should seek the membership's help, and as soon as possible. External expertise was needed, and two former DTB members who had been involved with the NEF (New Economics Foundation) fans survey of 2010 had been identified to contact at an earlier DTB meeting.

Alastair agreed with Jane, and he said had prepared a proposal on a club long term strategy review, and that he would circulate it.

Graeme said it was important to show the membership some momentum, and to show members before the 2020 electoral process some of the options that the club would be looking at as aims and objectives in such a review.

Mark said there was clearly a consensus to do the aims and objectives before the governance review.

Mark then summarised the key elements that had been identified: a public statement of intent to the membership; a roadmap, beginning immediately, starting with aims and objectives and drawing in expertise from outside the DTB.

It was agreed that this item be put back on the agenda for the next meeting.

#### **5. Next steps with WiSH/History (Deferred from 17 June DTB)**

Tim, who was a Trustee of WiSH, was seeking the go ahead from the DTB to put in place an SLA with the DTB and the football club, ideally



for ratification at the next DTB. This agreement would expedite the application for WiSH as a charity. WiSH also wanted to agree the practicalities of the proposed museum's display materials and artefacts, all of which would be included in an inventory.

Mark said a number of members had put forward a resolution at the April 2019 SGM regarding WiSH, and Graham said that having spoken to them recently, they felt that requests for a consultation in particular had not been forthcoming, along with continuing concerns about the pricing proposals of WiSH, as well as other questions that had been asked in the resolution, such as the scope of sports that would be covered.

Tim said that with the stadium space now becoming habitable as soon as October, speed was of the essence, particularly as lifting of the coronavirus restrictions were likely to enable access to museums and shops before attendance at football matches.

Jane asked whether the volunteer who had been appointed as an independent liaison between the DTB and WiSH was still involved. Jane noted the qualified Junior Dons tour guide volunteer would be willing to do the JDs stadium heritage tours, although Tim said that he had a blue badge guide in mind.

It was agreed that a consultation would be needed to cover the issues raised regarding the desire for a museum and access to it. Luke agreed to do this following the imminent matchday consultation survey. Tim asked if Luke could invite volunteers and donors/lenders of artefacts in his consultation.

At the same time there should be a joint meeting between WiSH and the people who put the resolution forward, so as to deal with anything outstanding between the two parties. Mark would ask Jill Stratton if she would arrange the meeting.

**Luke agreed that following the imminent matchday consultation survey (which did include a museum question), the next consultation would ask fans if they needed a museum, whether to charge admission to the museum and membership fees of WiSH, and would also ask for volunteers and donators/loaners.**

**Mark to ask Jill Stratton if she would consider arranging a joint meeting between WiSH and those who put forward the members' resolution at the April SGM, aimed to resolve differences and map a way forward.**

## **6. Fan engagement calendar (Continued from 17 June DTB)**

It was agreed that the long term aims consultation was now covered in item 3.

The Board agreed that Graham's proposal should proceed with the other parts of his fan engagement calendar.

**Graham to speak with Joe, amend the calendar as appropriate, and circulate to DTBM for further feedback.**

**It was agreed to proceed with surgeries, each one perhaps with a pair of DTB members. Graham to seek advice from 9yrspodcast, and to circulate a monthly rota amongst the DTB**

### **Any other business**

#### **London Living Wage**

Graham said there had been some adverse social media comments about the club, suggesting it was 'profiting out of poverty' by not paying London Living Wage (LLW) to some of its staff. He felt the club should state that all being well, the club would be implementing payment of LLW in season 2021/22. The Board continued to be sympathetic towards those affected, but as Mark pointed out the future financial costs were very uncertain, particularly the new stadium's running costs.

**It was agreed for Graham to publish a statement to the effect that the club would be reviewing the club's costs through the 2020/21 season, and if financially viable, the club would hope to pay the London Living Wage in the 2021/22 season.**

#### **Debenture priority**

Luke said that there were about 15 volunteers who had worked as stewards, in the cash office and in the office for up to 15 years. They hadn't bought season tickets as they had received free tickets as volunteers. However, if they wished now to purchase a debenture, they would not qualify in the highest priority as an 8 years plus season ticket holder, and Luke felt this was unfair, and had mentioned this to Joe. A discussion followed and in a wider context, it was noted that it had become apparent some time ago that there were no clear club guidelines on the allocation of free tickets to volunteers.

**It was agreed that Luke should continue to raise this issue with Joe on the volunteer's behalf, and also to draft a stance on free ticket allocation for consideration by the Board.**

The meeting concluded at 10.55 pm.

Signed on behalf of the DT Board

A handwritten signature in black ink that reads "Mark Davis". The signature is written in a cursive style with a large, prominent initial "M" and "D".