

**Dons Trust Board (DTB)**  
**Redacted minutes of an additional board meeting held at 7.30pm**  
**on**  
**11 August 2020**  
**Meeting was held virtually and recorded via Microsoft Teams**

**DTB members**

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

**In attendance**

David Growns (DTB Secretary)  
Iain McNay (Chair, AFCW plc)  
Joe Palmer (Club CEO)  
Graeme Price (Observer)  
Michele Little (Treasurer)  
Mick Buckley (NED – AFCW plc)  
Roger Edmonds-Brown (Minutes)

**1. Introduction and apologies**

Mark welcomed everyone to the meeting. There were no apologies.

**2. Strategy for Ladies**

**Background**

Slides of the presentation 'AFC Wimbledon Women's Strategy – Consultation December 2019 by Tammy Parlour MBE' had been circulated the previous weekend.

David, in his capacity of Chair of AFC Wimbledon Ladies, provided some historical context. The Ladies first team have played for the last five years or so in the Women's National League SE Division (EFL League 1 level), playing teams such as Ipswich, Norwich and Enfield, and were nearly promoted last season. The Women and Girls were a volunteer run organisation, with expenses paid.

David became the DT's nominee, and liaison point, on the ladies board three years ago. The ladies section had been losing talent to the likes of Sutton, Crawley and Dorking, so about two years ago a more professional approach was introduced. The Ladies were split from the Girls with two separate boards, and a Director of Football installed to cover both sections. A career path through to the Ladies first team now became a reality.

David sat on the Girls Management Committee (Excom), and Debbie Francis, Chair of Excom, sat on the Ladies board to provide synergy

and reporting between the Girls and Ladies. The reserves were replaced by an under-23 squad, and put in a more challenging league, and the overall result had been more talent from the under-16s coming through to the first team.

The strategy had now been refreshed by Tammy Parlour, a well respected national advocate of women's sport and Wimbledon resident. Tammy's resulting paper had been well received by all within the club, including the FCB recently, and David was confident it had created a valid template on which to make decisions about the future strategy.

David explained that the Ladies (senior team) was owned by AFCW PLC with a Board that consisted of himself as Chair, Mike Richardson, Dennis Lowndes and Debbie Francis, while an unincorporated association called AFCW Girls conducted its community football activities within the club's Foundation. David thought in time the Girls would merge back into the Ladies organisation.

Some of the points raised on the strategy were as follows:

1. Jane questioned whether the feedback from the across the club, including FCB, was positive. David said that all comments suggested that this was a realistic way forward.
2. Tim was delighted that yet another talented person from the SW19 area had stepped forward to support the club.
3. Edward said other clubs had brought their Ladies into the heart of their structure, and David said that, although some years away, it would come about, but in a sustainable fashion and helped by a better budget.
4. Joe believed there had to be a one club attitude within the club to make change happen, and that the change had to be driven in part by commercial revenue generation, as Tammy had alluded to in her findings. Joe added that Chelsea had made it work successfully by integrating the Ladies into the club commercially.
5. Mark suggested the use of the match day tannoy to promote the next Ladies game – a cost-free quick win.
6. Jane said that Ladies sport was one of the fastest growing industries, and following the Women's World Cup, there was an opportunity to reach out into the Plough Lane community and tap into new football fan groups which were separate to those who followed the men's game.
7. Tim said the Ladies could be involved with one of the Plough Lane ramp-up games, which could also create a new record crowd for the first team (currently 502).
8. On a question from Mark, David felt there may be some resistance within the current Ladies Board to full integration.

9. Alastair thought that the presentation was missing specific goals to focus in on, and David said that Tammy intended her next step to be the implementation plan including KPIs.
10. Tim asked what the chances were of the Ladies playing at Plough Lane, and Joe said that cost was a major issue, and also the council would have to agree. David had already discussed with Joe about using volunteer stewards, charging for attendance and a possible January 2021 start. In the meantime, games would continue at Carshalton Athletic, recognising that the playing location was all COVID dependent anyway.

### **Financial request**

The DT had for a number of years given the Ladies £25k pa, with £4k raised as prize money and, for the first time last year, £6k sponsorship. Any deficit, usually £5-6k, was made up by Mike Richardson.

This year the plan was to host the under-23s, with players just supplying their kit. Added in this year would be £5k for kit and £5k for player salaries - albeit maybe not till next year- plus a £10k sponsorship target. Adjusting for inflation over the years of the DT contributions, the Ladies were asking for an additional £15k. This amount would be matched by Mike Richardson, making the DT contribution of £40k (25k+15k). This would create a 2020/21 budget of £60k which would enhance promotion prospects. A decision was requested by David of the DTB as soon as possible, as planning for the next season was based on the new budget.

### **Other requests**

Joe agreed to David's request of a joint Ladies and Men's team photoshoot, but Joe thought a joint kit launch was unlikely as he was planning to step away from the traditional approach.

Some of the points raised were as follows:

1. Mark said that a request amounting to over half of the DT's membership income should involve consultation with members, and David said he would provide a presentation at the next SGM. Mark asked Michele if a review could be undertaken to ascertain the amount it was financially prudent to give to the Ladies.
2. Jane asked if the additional £15k was an ongoing request or a one-off. David confirmed the requested £40k was for future years as well, though it may reduce to £35k the following year.
3. Mark felt that the increase could be both a one-off to help the Ladies through the effects of COVID, and to meet its ambitions of self-sufficiency and progress in the future. Tim agreed with the idea of a one-off payment, whilst welcoming the presentation and the future of the Ladies that it proposed.
4. Alastair preferred that a loan be made to the Ladies.

5. Mark said that the DT may have to look at innovative ways in which to use the Trust's financial surpluses in the future.
6. Edward thought that, for a transition year for the Ladies towards increasing revenue and becoming more sustainable, a one-off payment was a good investment for the DT, and welcomed the Ladies becoming closer to the club mainstream.
7. Hannah said at the SGM members could be advised more generally as to how the DT spends its revenue.

### **Summary**

It was agreed unanimously that the approach in the presentation was a positive step forward for the Ladies, and that closer integration into the club was welcomed. It was also recognized that members should be made aware of these plans, and it was felt that members would agree to the financial requests being proposed, particularly as a one-off coronavirus donation for this season. This was seen as a transition period for the Ladies, and the implementation plan would be expected to underscore a more sustainable future.

The Ladies contribution could be paid either as a loan or as a one-off payment, which would help both with the effects of COVID and provide the necessary level of funding for the transition year. The one-off alternative was preferred by the Board.

### **Decision**

It was agreed that Mark and Michele would conduct an affordability analysis, and then Mark would put a proposal to Board members, with a view to informing David of the outcome in the next few days.

David agreed to prepare a paper for the September SGM based on Tammy Parlour's slide presentation, and to also give members an overview of the Ladies structure. (Post-meeting note: this presentation would not be included at the September SGM due to illness.)

### **3. Imperial College Business School Group Consulting Project - Follow-up to the Group's presentation at 15 July DTB**

Mark introduced this item to further discuss the Imperial College Report findings, the Governance and Strategy strands, and the publication of the Imperial report. Iain McNay joined the meeting for this discussion.

#### **Further discussion on the Imperial report's findings**

Mark reminded members that the report gave recommendations about the overall structure of governance as well as the organisation below Joe (CEO).

Following the Imperial presentation on 15 July, Graeme had circulated to the DTB his initial thoughts. He saw the approach as complementary to the recent Purpose Foundation document aimed at preserving fan ownership, in which he had had some involvement. He believed that there was broad agreement to a key Imperial finding of reducing from three boards to two.

Mark agreed that there appeared to be a consensus agreement that the existing three boards were reduced to two. Mark said the proposed two boards were (1) the DTB and (2) a unified board for AFCW PLC and its subsidiaries (referred to as the Board of Directors), with Joe heading up an Executive Team managing day to day operations (currently referred to as the FCB). The Board of Directors with its DTB nominees would make most of the decisions, but with major and key decisions referred back to the DTB as the majority owners of the club. Financial committees would also be in place with appropriate terms of reference.

Mark asked for comments:

1. Mick was not surprised by the two boards suggestion. He was pleased that Imperial only addressed governance, as questions of ownership and funding could be dealt with separately. With the financial sustainability challenges of the next 18 months, the club had to get to the best structure as soon as possible.
2. Alastair agreed with the two boards idea and splitting out the strategy stream. He was concerned that, if the DTB became more strategic, then who would be available to undertake its current operational activities.
3. Iain said that it raised the question of the club's footballing ambition, the importance of getting the right people running the club, and an appropriate level of finance to meet that ambition.
4. Graham felt it was not just about the league position, but as a fan owned club a wider community view was also needed.

### **The Governance and Strategy strands**

The main point to discuss was whether these two strands were dealt with in parallel or in series, with strategy preceding governance.

As at the discussion on 15 July, opinions were divided as to whether the strategy and governance strands were developed in parallel or in series, and what the consultation with members would look like. There was agreement from advocates of both approaches that their preferred option was conducted and completed as soon as possible. Practical problems were envisaged if some guidelines had not been established and shared with the membership before the DTB elections.

Mick, who had the perspective of having been on all three of the current boards, thought his primary learning point was that each board should challenge each other more.

At this stage, Mark asked Alastair to update the meeting on the **Strategy activity**, following circulation of his paper to the DTB. The paper had proposed a framework by which the club could ask the big questions about ambitions and financial viability. There was then a process to deliver the club's purpose, vision, mission and set of values, which then formed the operational strategy for Joe and the football club to build out.

Alastair said he had now moved on to the preparation stage by contacting Matt Breach and Kevin Rye, and a team from Deloitte who had offered to do some pro bono work for the club. A structured way of asking fans questions would be created, and would then be validated back into the fan base and then facilitation of the strategy throughout the club.

As there was a fairly even split between those advocates for a parallel and a series approach, Mark proposed that with the strategy process being embarked on, **some preparatory governance work** should start to see what the transition from three to two boards may look like. Jane said that this would have to be handled very carefully as there was 'massive distrust' of the DTB working in the past in a silo. Mark replied that members would be informed of what was being considered, and he thought most members would expect their elected members to do some work to present options. Mark suggested the Imperial slides could be shown to members as work in progress, and this approach was agreed by the board.

Graeme suggested that a way of handling major changes in governance would be for all the DTB to stand down, and a new Board elected on the new terms. This would present a clean break.

Iain said that the Trust running Exeter FC should be used as an example of best practice. Nick Hawker, the Supporters' Trust Chairman had overseen big improvements in the last year or two within the club by identifying the right people in the right roles.

Regarding the Imperial report's recommendations on the Executive Board, Joe said that the club was a smaller organisation than the report envisaged, and the club could not bear the cost of directors of marketing, etc. reporting to him. He would rather bring in Non-Executive Directors for their expertise and experience.

### **Publication of the Imperial report.**

As agreed above, and after some factual amendments had been made, the Imperial presentation would be made available to members.

### **Summary decision**

Mark to draft a covering paper to communicate that a two board model was being looked into, and to also state that the process to identify a new 10 year type strategy had been started in parallel. It would be explicit that all of this work would be member led.

Mark believed that this transparency would diffuse cynicism amongst some fans.

### **Any other business**

#### **FSA Sustain The Game**

Tim noted the FSA was asking for trusts and clubs to support its Sustain the Game scheme, carrying as it did a much wider remit than the similar Damien Collins Gameplan mentioned at the 17 June DTB. There was a general agreement amongst the DTB to agree to **endorse** the scheme.

Joe sought clarification from the club's perspective regarding the financial controls of the scheme, and wanted to know the FSA's view on the current EFL proposals. Tim agreed to arrange for a representative of the FSA to discuss these with Joe.

#### **Playing Budget**

With a fluid player market emerging, the Board was asked to increase the playing Budget for the coming season so as to enable Glynn to make further signings. Joe explained that the cash flow had been covered by recent events such as the inflow of debentures money.

Graham supported this increase but stated that he found it hard to reconcile why the London Living Wage (LLW) couldn't be paid at the moment. Graham asked if LLW would be reviewed when 'normality' returned after COVID. Mark proposed that the issue should be put to the membership towards the end of the season, after a period of time operating in the stadium.

The Board **agreed** to increase the Budget for the coming season.

#### **Safeguarding Training**

Having consulted the club's Welfare Officer, Jane advised that training on safeguarding was available for all club Board and Committee members. She had circulated the link to board members.

### **FSA Diversity and Inclusion Awards**

Jane advised that the Diversity and Inclusion working group had put forward two videos, outlining the work it had undertaken to support Kick It Out and Women at the Game to the FSA for inclusion in its Diversity and Inclusion Awards.

### **Election Steering Group Chair**

Due to the low response to the first advert, this post would be re-advertised, emphasising the IT requirements of the post, with a deadline towards the end of August. David asked the DTB to advise possible candidates to make direct contact with him.

### **Next Surgery**

This would be hosted by Hannah and Jane on Zoom at 7.30pm on 21 August. Graham asked if any DTB members who were not standing for re-election would like to host the September surgery, and Mark expressed a possible interest.

### **September SGM**

The date would be the 30 September. Hannah agreed to post a notification on the DTOS within the next week, showing the deadline for members' resolutions and saying that papers for the meeting would follow later.

The meeting concluded at 10.30 pm.

Signed on behalf of the DT Board



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Mark Davis, Chair