

# **Dons Trust Board (DTB)**

Minutes of virtual board meeting held at 6.30pm on 15 June 2022

## **DTB members**

Kris Stewart (Chair)  
Hannah Kitcher  
Charlie Talbot  
Luke Mackenzie  
Graham Stacey  
Niall Couper  
Michele Little  
Freddy Flaxman  
Anne Marie-Godfrey (Co-optee)

## **In attendance**

Matt Stockbridge (Comms)  
  
Josh Perrin (Minute taker)

## **1. Introduction**

There were apologies for absence from Graeme Price and the Secretary.  
Josh Perrin was present as minute taker.

## **2. Minutes**

Approval of the minutes of the previous meeting on 18 May 2022 were deferred pending further drafting work.

Regarding the recent Awayday, Kris referred to decisions made on principles needed, senior leadership team (SLT) that is accountable to an operational board that had the right people on it and was aligned with the elected board's set culture, mission and strategic objectives.

It was further noted that on SLT, Mick Buckley had taken the DTB through his planned club structure, which had some changes from the current position, and which the DTB considered were satisfactory. These included some proposed 'dotted lines' to the DTB (EDI/Volunteer and Integration/One Club), so there could be a more active role from the DTB in supporting transition in those areas. Mick was running weekly management meetings with senior management at the moment and it was noted these were not 'board' meetings in the meaning of the DT rules.

On the operational board, it was proposed there would be no club executives; a membership of 7-11 (starting at 9); 3 DTB members; 3 NEDs appointed after recruitment process and following the drawing up of DTB approved skills and roles descriptions; 2 minority shareholder representatives; along with 1 Exec chair (there would be a cost implication for this).

It had also been agreed at the Awayday that the DTB PLCB directors could not be out-voted when voting in unison.

There would also be a list of issues that the PLCB could not approve without DTB approval, along with a list of issues not to be discussed by the PLCB without DTB approval.

On the elected board, it was proposed there would be 10-12 members.

The DTB would set the culture, mission and strategic direction in consultation with members, appoint directors, approve annual budgets, approve significant investment decisions, operate the Trust (with thought given to issue of raising funds), and would meet regularly as agreed. Specifically, any item for discussion at the elected board would require a paper which should be provided to chair, vice chair and secretary a week prior to a meeting, the paper to be clear on whether it was for information, discussion, or decision. A standing agenda would also be drafted, with the DTB to be organised in teams covering the following themes - culture and mission, member services and engagement, oversight and community - with strategic direction the responsibility of all DTB members. Each team to have at least 3 DTB members, with some members also in more than one team. Each team having terms of reference and membership criteria approved by the DTB.

The 'oversight' team would contain all the DTB's PLCB representatives. Significant proposals and recommendations would come to the DTB for approval. In terms of next steps, the above issues would be progressed, in addition the comms team would produce a comms plan to discuss, announce and embed changes to /with members, working backwards from the fixed point of the AGM in December. The DTB would agree board themes and teams and a member to produce a first draft of ToRs for each.

The above proposals that had been approved at the Awayday were then formally unanimously agreed for implementation.

### **3. Interim Chair Update**

The Board considered the usual report for consideration at the next PLCB.

Third floor fit-out and associated works

The Board discussed proposals for the third-floor fitout and a related possibility of tenders to save money on facilities management.

Discussion continued and Charlie referred to the pressing need to re-visit the issue of non-matchday revenue generating business.

#### Commercial and women's team

During further debate, Charlie asked about the content of the commercial update and Michele raised the issue of collecting money owed from existing deals. There was also consideration of the latest position on the women's team and games at Plough Lane.

At the conclusion of consideration of the women's team update it was unanimously agreed that the DTB's view was that the women's team should not be charged for their games at Plough Lane, the club should be encouraged to find a way to include details of the women's sponsors in the matchday programme, and further consideration be given to using the Ipswich double-header friendly for fund raising purposes.

#### Finance

Noted that management accounts had been shared and that the final playing budget would be considered at tomorrow's PLCB.

*The Board adjourned at 8.00pm for a short break and reconvened at 8.10pm*

#### Membership on Boards, etc

#### **DTB representatives on PLCB and DT Foundation Board**

Unanimously agreed that (i) Luke Mackenzie be appointed to the vacant DTB representative place on the PLCB (arising from Freddy Flaxman standing down); and (ii) Michele Little be appointed to the vacant DTB representative place on the AFCW Foundation Board, with a check also to be made on whether Joe Palmer was in error still listed as a member.

#### **Membership and representatives on subsidiary boards**

Unanimously agreed to comply with the constitutional requirement for the DTB to have a majority on the boards of the following subsidiary companies of the PLC: AFC Wimbledon; The Wider Interests of Football; and AFC Wimbledon Stadium (dormant) to mirror the board as on the PLC.

The DTB accepted that AFC Wimbledon Ladies Football Club Ltd was outside their remit and that the women's board should deal with any appointments.

#### **4. Finance Update**

Noted that expected equity payments were due to be paid by the end of June.

## 5. **Diversity and Inclusion**

Anne-Marie reported that a meeting had taken place with Philip / Mandy to formalise setting up the internal club, DTB and Foundation working group. Although DLAG would not have formal membership it was intended to involve them where appropriate. Kris said that DLAG was currently part of the Foundation. He suggested that some further discussions take place on these issues.

Main events would be planned for the season. Mandy would send ToRs for the working group as part of the EFL audit. The Foundation were keen to frame events as community days, maybe twice a season, with activities to reduce fatigue and concern around resource.

## 6. **Updates from DT Board Members on Areas of Responsibility**

On WiSH, Niall reported that the structure was changing, with a decision by 29 June. WiSH were currently a trustee down and potentially a further DTB representative on the WiSH board could be required.

On Fair Game, it was noted that the white paper was expected in mid-July.

Luke raised the issue of how the club vote on topics at EFL meetings, as it was not always known in advance all the topics to be discussed. Niall said that more feedback was needed from the club and that this had previously been raised with Erik Samuelson during his time as CEO.

## 7. **Membership Update and Survey**

Michele said the previously agreed survey would go to members by 1/7, with a deadline for completion by 20/7. Discussion then took place on survey questions.

## 8. **Golden Goals**

After considering the discussion paper on golden goals, it was

Unanimously agreed that the purchase of GG tickets for the 23-game option (577 cards) be approved.

*Freddy Flaxman left the meeting at this point*

## 9. **AOB**

The following was raised:-

- Consideration of 'standalone' solutions to facilitate hybrid DTB and PLCB meetings.

- At Graham's request, discussion took place on a DTB proposed policy of sharing as much information as often as possible with members, going from 'only share if we have to' to 'share whatever we can unless we really cannot (ie natural exclusions such as HR / commercially sensitive info)'.

After some lengthy debate, during which Kris and Michele whilst supporting the general principle felt they were both unable to agree with such a worded policy (in view of: a) the complexity/sensitivity of a number of issues dealt with by the DTB/club and b) the impracticalities of sharing everything, as often as possible, due to lack of DTB resource), it was agreed (by 6 votes to 0, with 2 abstentions (Kris and Michele)) that the DTB should have a policy of sharing as much information as often as possible with members, going from 'only share if we have to' to 'share whatever we can unless we really cannot (ie natural exclusions such as HR/ commercially sensitive info)'.

Meeting closed at 10.45pm