

Dons Trust Board (DTB)

Minutes of meeting at Plough Lane at 6.30pm on 8 March 2023

DTB members

Kris Stewart (Chair)

Michele Little

Chris Philips

Graeme Price

Richard Shepherd

James Macdonald

Kevin Rye

Mark Lewis

In attendance

Martin Newton (DT Secretary)

1. Introduction

Kris welcomed everyone to the meeting. Apologies for absence from Matt Lowndes.

2. Minutes

(a) The minutes of the February meeting were unanimously approved.

(b) On actions, the following was noted: -

Strategic Objectives Document – Kris commented that the strategic objectives would be discussed at the joint DTB/PLCB strategy 'awayday' proposed for after the SGM. It was noted that the intention was to ensure different 'strands' around the organisation – the DTB, PLCB and senior club staff - 'matched up' and were all 'talking about the same thing'.

Dons Draw – Noted that the Dons Draw revamp work was continuing, with those involved all working well together. One proposal was for a pre-season trip to the training ground for recent £1,000 winners. A drop-off in subscribers was still occurring as the draw had not been promoted properly for some time but hopefully this would improve after new marketing.

Project to locate and record previous DT policies and decisions – Graeme asked that the work so far undertaken by Charlie Alpera be passed to the Oversight group for consideration.

Junior Dons – To be discussed later in the evening.

ESG – Noted consideration still required on additional skills and support to facilitate first meeting of ESG for 2023 election process.

DTB email voting - To be discussed later in the evening.

Policy on transfer negotiations and fee disclosure – To be discussed later in the evening.

Volunteers – To be discussed later in evening.

DT Plus – To be discussed later in evening.

3. **Ratification of Email Decisions**

None.

4. **Strategic Direction**

On Strategic Direction, Kris said that there would need to be specific inputs on issues from the Oversight and Culture & Mission theme groups.

Discussion then ensued about a possible date for the joint boards awayday, to take place as soon as possible after the SGM on 30 April. It was noted that a date after the end of the season may work better for some and Kris confirmed he would discuss dates further with Mick Buckley and Danny Macklin.

5. **Board Theme Groups**

Member Services and Engagement

On Junior Dons (JDs), James confirmed that the discussions with Danny and Bal had been constructive and that there were good ideas on a future offer for JDs, with the club able to do significantly more than the DT were able to do. The proposed offer was for a season ticket price for £40 and £20 for JDs membership. JDs would then come to the DT at age 16.

Discussion continued on the progression to DT membership at 16 and it was noted that Bal had suggested that the first year of DT membership be free. At current membership figures, this amounted to around 35 persons a year. It was unanimously approved that the DT make a contribution to cover the £1 a share for each member of the rising 16s and auto-enrol them into the DT with events also set up for that age group.

Michele referred to the DT Plus and JDs packages still for sale on the website and the need for these links to be deleted. Noted that Gary Jordan should be asked to remove these and that the disappearance

of the JDs link would need explanation. James undertook to firstly contact John Stembridge about the current links to those packages.

Integration

James reported that John Stembridge was now planning to hand over the Membership Secretary role to Stephen Godfrey. John had help in his role from Dave Dalchow, who would be carrying on in that position. Stephen considered that the new process would be more automated and that he would be comfortable with that. Kris said that what was needed depended on the depth of the IT solution, as it was not certain what would be left with the new system compared to the old, and that there was a concern something important may be missed.

Kris said that a meeting had been held with Winners. It should be possible to sell DT memberships on Secutix.

Discussion then turned to procurement, with Kris raising the issue of how the DTB should be assured that procurement processes were satisfactory in the absence of a standard process being in place. Graeme commented that B corp would enable a standard that could be measured and reviewed. Kris confirmed the intention to 'tie' DT membership to the club ticketing system.

Kiosk

On the kiosk, James said that it was clear a replacement was required and also in a better location. A small storage area was needed. He said that a solution could be that DTB members appeared on matchdays in various locations at the stadium. Kris said that where to find the DTB members on duty could be part of the matchday arrangements mail-out. Chris agreed it would be a good idea to consider a more flexible approach to current matchday kiosk duty. Michele agreed that a new kiosk was needed but was of the view that it was important that a fixed place in the ground was maintained rather than varying where the DTB were located match by match.

DT Membership

James said that a paper would come to the Board for further discussion. This would include options to change the current membership fee structure.

Volunteers

On volunteers, James put forward the suggestion of support for matchday volunteers in the form of a snack and a hot drink, with the

DT possibly to sponsor this expenditure. Mark said that Rick Thomas, volunteer officer, had met with Danny who had confirmed that refreshment vouchers would be reinstated.

After some further discussion it was approved by 7 votes to 1 (with Michele against as she thought it important that the club take responsibility for this, not that it was a bad idea) that the DT should sponsor the club's volunteer matchday food and drink costs of up to 5k a season.

ProBoards

Noted that ProBoards should be looked at by DTB members on at least a weekly basis so that responses are posted to questions asked. Richard to set up weekly alerts.

Oversight

On actions, Kris confirmed that, after further consideration, no further amendments to DTB email voting rules would be put forward at this stage.

Constitution – Kris confirmed that the FSA would be invited to do a light touch governance review on the DT.

FCA submission – Noted that the submission to the FCA would be sent once witnessed by Dan Norris.

Transfer fee conversation – Kris confirmed that he would speak to Craig Cope and others about the effect of disclosing, or not disclosing, transfer fees, etc.

SGM – Kris confirmed that the papers were being finalised for the SGM and that the resolution to go out on smart survey was ready.

FSA Course – Richard and Mark reported that the FSA training had been very useful.

Equity – Graeme referred to a draft equity paper for the SGM and the paper's contents, including options of converting bonds to equity, finance and how developments could be done, control factors on 50+1 ownership, and necessary protections that needed to be 'beefed up' and built in. The aim would be to elicit a decision from the membership on these issues that would prevail for the next 5 years at least. Michele made the point that company law considerations needed to be addressed, such as the protections around appointment of directors that existed at 75% ownership.

Strategy – Kris referred again to visions and aims, where there was a crossover with the Culture & Mission theme group. He confirmed that Nick Robertson had shared some thoughts which Kris would circulate in advance of the joint awayday.

Debt reduction by club operations – Debate ensued on the recent PLCB discussions around increasing the future playing budget to 4m and the provision for debt repayment. Michele said it was crucial there was acceptance of the requirement to allocate some transfer windfall to debt repayment. Kris said that it was important that the DTB agree there is a role for operational cashflow in debt reduction, and that the DTB reps on the PLC board should ensure that is agreed by the PLCB as well.

Nominations Committee – Kris referred to the appointment of Non-Executive Directors to the PLCB.

Noted that the PLCB representatives should be Nick Robertson and Mick Buckley. Kris said that one of the roles of DTB representatives on the Committee would be to bring formality to the process.

After further discussion it was unanimously approved that Kris and James represent the DTB on the Nominations Committee, with James to chair that Committee.

Skills – Noted that Richard would circulate the Skills Audit template.

Performance of Boards – Noted that boards performance tied in with strategy discussions and that Richard would do some work on that.

Minutes – Richard referred to FSA training and the suggestion arising that the DTB minutes should comprise summarised decisions and actions, and be accompanied by a separate meeting summary. The history of changes to the compilation of public DTB minutes was then noted and the adverse comments previously received from some DT members when those minutes had been considerably reduced in length and reported in summary form a year ago. It was agreed that a meeting summary would be produced as a trial.

Community

Kevin reported that the Community theme group had recently met. Niall Couper and Hannah Kitcher had now been formally relieved of their previous duties, with just Isa Dabrowski the one non-DTB member at present

Women of Wimbledon – Noted that the Women of Wimbledon launch was set for 18 March.

James, Graeme and Kevin left the meeting at 9.21.

Oversight (cont'd)

Hall of Fame

Kris updated on the Hall of Fame, which he had spoken to John Lynch and Marc Jones about. A meeting was scheduled for next Monday regarding the proposed event.

Culture and Mission

Vision, mission, values and aims – Richard updated the meeting, confirming the details of the review so far. Noted that a lot more would come from the strategic joint awayday, which would filter into every theme group.

Meeting closed at 9.58pm