

Dons Trust Board (DTB)

Minutes of meeting at Plough Lane at 6.00pm on 14 June 2023

DTB members

Kris Stewart (Chair)

Michele Little

Chris Philips

Graeme Price

Richard Shepherd

Mark Lewis

Kevin Rye (remotely)

James Macdonald

In attendance

Martin Newton (Secretary)

1. Introduction

Kris welcomed everyone to the meeting.

The Board noted with regret and formally accepted the recent resignation of Matt Lowndes as a member of the DTB. Kris, on behalf of the rest of the Board, asked that thanks for Matt's valued contribution as a Board member be formally recorded.

2. Minutes

(a) The minutes of the May meeting were unanimously approved, subject to some further summary to the public version.

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

Strategic Objectives – issues would be discussed under item 4.

Dons Draw – Noted that 34 people had recently signed up after new marketing by the Club. The action was agreed as closed.

Project to locate and record previous DT policies and decisions – Michele had asked Charlie Alpera to review and reduce the content, with a summarised version of key decisions made. It was expected this work would be done within 2 months.

Women's games at Plough Lane – Following agreement on numbers of games for next season this action was agreed as closed.

Junior Dons – To now be discussed under Member Services and Engagement report in item 5. Agreed as closed on this report.

Vacancy on DTB – Noted that work was underway following the email vote on the way forward (see item 3 below) and that comms would soon be issued. Agreed as closed on this report.

16 upwards group – To now be discussed under Member Services and Engagement report in item 5. Action agreed as closed on this report.

DT memberships – To now be discussed under Member Services and Engagement report in item 5. Agreed that action closed on this report.

Minority shareholders – Noted that this action had been dealt with and the action now closed.

Comms licences – Michele raised the issue of Mailchimp and membership accounts post-integration. Noted that confirmation was required on whether the DT needed to retain its own account.

James undertook to discuss use of Zoom or YouTube with George and Kevin, for SGM/AGM and 'meet the DTB' requirements.

Noted that Survey Monkey renewal was due on 26 July and that the ESG intend to use Election Buddy going forward. On the latter, James would be meeting with the ESG early in July following legal advice that the use of Election Buddy met UK data protection requirements.

Kris asked that James and the Secretary decide whether Smart Survey or Survey Monkey was the right 'tool' for the DT to use for non-election related surveys.

Hall of Fame (HoF)

Mark updated the Board on a recent meeting. He said that it appeared that it would not happen at this time and would need to be 'pushed back' into next season. Noted that Mark had drafted a communication along those lines. Kevin confirmed that there would be a further report to the Board when the position changes. The current action was therefore agreed as closed.

3. Ratification of Email Decisions

The decision recently taken by email relating to appointment of Board members was unanimously endorsed as set out below:-

The DTB announce immediately the intention to co-opt up to two new board members to fill the vacancies and to work with it on:

1) membership – growing membership, the membership offer, bringing JDs into membership as they hit 16, etc.

2) strategic direction, culture & mission - with experience of working at that strategic level in a complex structure

The DTB would develop specifications quickly and advertise as soon as possible, in an open manner. The DTB would seek to recruit with an eye to the make-up of the Board and particularly seek applications from well-qualified members from groups which are poorly represented on the Board and would seek some help on this. The DTB would make clear the intention for anyone appointed in the process to be re-appointed as a co-optee following the 2023 election. When advertising it would be made clear the need for any Board member to be a member of the DT and to be able to satisfy the requirements of the EFL Owners and Directors Test.

4. Strategic Direction

On debt management, Graeme confirmed that a survey was going out to bond holders to elicit some initial thoughts well ahead of the redemption deadline. The responses would be used as background information for the consultation on equity and ownership that Kevin would be running separately, not to direct debate but as a framework. Other matters for consideration included the possibilities for gifting of shares, leaving of shares in wills, and gifting bonds to the DT.

Craig Cope joined the meeting at 19.05

Kris explained that he had spoken earlier to Craig about policy on transfer fees being made public. Craig confirmed to the Board his view that the benefits of doing this were unclear, causing difficulties with future transfers that were being negotiated, other clubs and agents. The Board accepted this advice. Some further discussion then took place on the policy previously agreed by the Board regarding former MK players. It was then unanimously approved to publish the policies relating to disclosure of transfer fees and former MK players, etc.

Craig Cope left the meeting at 19.28 and the meeting adjourned at 19.28

The meeting reconvened at 19.49

5. DT Management Accounts

Management Accounts

Michele confirmed that the figures were broadly on track with 2021-22, noting that the extra 15k payment to the women's team had already been

paid. A 10-20k profit included over 7k surplus from golden goals, along with a 5k donation by an individual through PayPal.

Financial Policy

The DT financial policy was unanimously approved for publication as a policy.

Kris referred to point 9, where new DT expenditure of less than 1k could be approved by the chair and vice chair.

Michele explained that most expenditure was ongoing and recurring and that there was rarely 'one-off' expenditure. Kris confirmed that new expenditure over 5k would be tendered. Between 1k and 5k, the Board could request for it to be tendered.

Graeme raised the matter of auditors and Michele confirmed that they were reappointed at the last AGM. Kevin undertook to provide Michele with details of a contact who could provide some advice in this area.

6. Board Theme Groups

Oversight

Kris referred to the theme group meeting held last night. He confirmed that recruitment for the proposed 2 co-optees would commence, with required skills relating to driving membership, juniors, diversity and inclusion. The intention was to re-appoint the co-optees after the next AGM to the end of 2024. Noted that Richard had commenced engagement relating to juniors.

Kris confirmed that he and James had attended the joint board NEDs recruitment committee during the afternoon. Further discussion then took place on NEDs roles, during which it was noted that due diligence on appointments would be crucial.

Community

The Board received the Community update, including noting that the proposed WOWSA event was planned to be in hybrid form.

Culture and Mission

There was a discussion about the ongoing follow-up to the recent joint boards' awayday. An updated strategic direction document will need to be finalised and taken to members.

Member Services and Engagement

Noted and unanimously endorsed that Richard be appointed to the MSE theme group to take the place of Matt Lowndes.

On copywriting, Mark confirmed that the group was satisfied with the appointment made.

Noted that new Junior Dons offer was being 'pushed hard' by the club. On the 16-24 cohort, James said that it was possible 2-3 meetings a year could be arranged around educational holidays, etc – and that it was important not to overpromise and to manage expectations in this area. It was unanimously approved to establish a focus group and Richard undertook to put some thoughts together and circulate them to Board members.

Kris then referred to the migration of DT membership information to Secutix and noted that membership renewals scheduled for 1 July may be pushed back. A decision had also yet to be made on digital membership cards. Graeme raised the issue of membership fees and in particular lifetime memberships. Kris confirmed that work continued, having previously been undertaken along with Matt Lowndes, on different strands/tiers of membership.

7. D&I

Chris reported that a meeting with Danny would now take place next week

8. AOB

Richard to send out a Risk Register to the Chairs of each Theme Groups to update and review.

Meeting closed at 9.17pm