

## **Dons Trust Board Meeting 13<sup>th</sup> March 2024**

### **DTB in Attendance**

Michele Little (Chair)

Angus Fox (Vice Chair)

Mark Lewis

James Macdonald

Kevin Rye

Richard Shepherd

James Longhurst

### **Apologies**

Graeme Price

Hannah Kitcher

Anuk Teasdale

Andrea Knox (Secretary)

George Jones (Assistant Secretary)

### **1. Introduction**

The meeting opened at 6.05.

### **2. Approval of Minutes**

The minutes from the February DTB meetings were approved unanimously.

### **3. Previous Actions**

Co-option of new board members/ Skillsset review removed from outstanding actions.

Restricted action vote process to be discussed in separate agenda item.

Membership proposals to be reviewed in separate agenda items.

### **4. Ratification of email decisions**

James Longhurst confirmed unanimously as being co-opted onto the DTB until December 2024.

Michele Gull and Dan Johnson appointed to PLC board as NEDs. Michele was previously HR director for over 10 years, Dan was Director of Comms at the Premier League for six years. There is potential for one more NED. An announcement on both appointments is due to be made by the PLC following next week's PLC board meeting.

### **5. Strategic Direction**

No further update.

## **6. Board Theme Groups**

### **a. Community**

Mark updated the board on the previous Community theme group meeting which received a report from Paul Munro of the Foundation including the new Goals for Good fundraising app.

The EFL Together Club Culture Review has already been sent out to staff and Board members.

Recent WOWSA panel event which featured Michele was a success and was really well received. A review will be included in an upcoming newsletter. WOWSA to be invited to a future Community theme group meeting.

The upcoming Open Iftar will be taking place on Wednesday 20<sup>th</sup> March. Club due to publicise it and it will also be included in DT newsletter. Kevin will represent the DT at the event.

The Dear England screening was a success with a good turnout and some positive feedback, including several people for whom this was their first interaction with DT. Angus said the National Theatre were very happy with the event and are keen to do future screenings. Kevin said we should focus on a broader range of topics for future projects with the National Theatre. Richard added that it worked well for the 16-24 demographics. Angus thanked George for the tech support on the evening.

### **b. Member Services and Engagement**

James Longhurst will join Member Services and Engagement in addition to Culture, Mission and Oversight.

A discussion was held on increasing the price of DT memberships for adults and concessions. This would be the first price rise since 2002. Kevin said it is important to show where the additional money will go. Michele said the additional money would potentially go to the Women's team and the Academy.

A discussion was held on comms around any potential price changes.

It was decided to include questions in an upcoming DT survey.

The vote to propose in the survey an increase in members' prices was passed unanimously (seven in the room and three by email afterwards).

A discussion was held regarding the introduction of a scheme adding benefits to a membership at a higher price.

A vote was held to include in the survey the proposed introduction of an enhanced membership package offering which was passed unanimously (seven in the room and three by email afterwards). It was also agreed that if this product was offered by the club they should not offer the benefits package as a standalone product (seven in the room and three by email afterwards).

Michele reminded the board that the proposals would come back to the DTB once the PLC board have considered them alongside the Season Ticket plans for 24-25.

A discussion was held in relation to offering a Season Ticket and Membership combined product with the DT receiving the relevant membership fee. A vote on putting this proposal forward in the survey was passed 9 to 1 (seven in the room and two by email afterwards with the one vote against by email afterwards) - Hannah voted against.

It was agreed to include all the above proposals in a future survey before final approval.

### **c. Culture and Mission and Oversight**

Michele gave an update from the recent theme group meeting. The FSA governance review is underway, and they have now received all the papers that they had requested. The KPIs are due to be published shortly. The website update work for the PLB is ongoing and is nearing completion and will allow bond holders to give their preference for rollover/redemption/gifting/conversion to equity. The aim is to have people committing 6 months before their bond is due to expire.

Papers have to go out for DT SGM at the beginning of April.

Michele updated the board on the latest from the finance committee starting with thanking Andrea Knox the new DT secretary who has been helping prepare some of the legal documents for the SGM.

Michele stated that the plan is for a three-stage process which will begin at the April SGM which will include making changes to the PLC articles to modernise them and to add more safeguards including limiting the amount of voting rights one person can hold to 15%. An extra safeguard will include the DT must always maintain 50.01% of voting rights. Additionally, the DT will always need to consent to any transfer of shares where the new shareholder could have 15% of the total shares. These will be voted on at the April SGM. A discussion was held on the above proposals.

The AFCW PLC finance committee recommendation to both boards was that we should proceed with the vote to drop below 75% voting rights with the plans starting at the April SGM on the article changes, on the basis that they are good changes to make even if the vote on equity fails.

A vote was held on the PLC article changes being put forward for a vote at the April SGM and for a restricted action vote on dropping below 75% to be held in the autumn. The vote was passed unanimously (with seven in the room and three by email afterwards).

Angus reminded the board that they have a KPI on acquiring additional shares in the Club where they become available.

#### **7. Diversity and Inclusion**

Discussed in prior agenda items.

#### **8. AOB**

An update was given on how discussions are going with unsuccessful co-option candidates around other roles they could fill within different working groups or similar.

Meeting Closed at 8.45.

George Jones  
Assistant Secretary