



Dons Trust Board

Standing Orders and Ways of Working

Document Owner: The Dons Trust Board

Change Procedure: This document can be changed by a simple voting majority of the members of the Dons Trust Board at a Board meeting

Approved: 13th May 2026



1. Introduction

- 1.1. This document is drafted in accordance with the existing rules of The Dons Trust (the Society) and best practice.

2. Purpose

- 2.1. This document sets out how the board of The Dons Trust (“the board”) conducts its business.
- 2.2. This document operates alongside the Constitution and does not override it. Where there is any inconsistency or ambiguity, the Constitution prevails.
- 2.3. The purpose of this document is to promote:
 - 2.3.1. Effective decision making
 - 2.3.2. Transparency and accountability to members
 - 2.3.3. Clear roles and responsibilities
 - 2.3.4. Good governance, in line with best practice for community-owned organisations

3. Role of the board

- 3.1. The board is collectively responsible for the leadership, stewardship and governance of The Dons Trust in accordance with the Constitution, its Objects, and the law.
- 3.2. The board acts on behalf of the members, exercising delegated authority while remaining accountable to them.
- 3.3. Board business should focus on:
 - 3.3.1. Strategy and long-term sustainability
 - 3.3.2. Oversight of risk, control and governance
 - 3.3.3. Safeguarding the Trust’s democratic and community-owned nature
 - 3.3.4. Holding officers, committees and representatives to account
- 3.4. At or before the first board meeting following an AGM, board members may nominate themselves to take on any of the following roles:
 - 3.4.1. Chair of the Dons Trust
 - 3.4.2. Vice-Chair of the Dons Trust
 - 3.4.3. 3 x AFC Wimbledon Plc Board Members
- 3.5. In the event that multiple board members wish to take on the role of Chair or Vice-Chair, this will be decided by a majority vote of the board, with each board member receiving one vote for each role.
- 3.6. In the event that more than three board members wish to take on the role of Plc Board Member, the board members receiving the most votes



from the board will take up these positions, with each board member receiving up to three votes to allocate to candidates. Candidates will also vote.

- 3.7. Votes will be run by the Secretary or in their absence a board member not running for the post being voted on.
- 3.8. In the event of tied votes, the position will be determined by the flip of a coin (or suitable alternative).

4. Board meetings

- 4.1. Board meetings will be held on the second Wednesday of each month and may be held in person, digitally, or in hybrid format.
- 4.2. Where it is necessary to change the scheduled meeting date, an alternative date will normally be identified by polling board members, with the majority view usually prevailing.
- 4.3. The Chair has discretion to select an alternative date where the attendance of a specific board member is required for a particular item of business, and this is judged to be in the best interests of the Trust. Any use of this discretion should be exercised transparently and noted in the minutes.
- 4.4. Additional board meetings can be called by a simple majority of the board, provided the timing of the meeting is in line with the provisions set out in the Dons Trust Constitution.

5. Agenda and Papers

- 5.1. The Secretary is responsible for setting the agenda.
- 5.2. Any board member may request an item to be added to the agenda.
- 5.3. A request that an item of business be considered should include the reason why the board member proposing the items considers it of importance and the potential or desired outcome that the proposer intends to achieve by its inclusion.
- 5.4. The Secretary should not abuse their power to exclude items from consideration but may liaise with a member proposing an item to better enable the board's consideration of an item to be effective and informed.
- 5.5. The Secretary may request a supporting paper from the proposing board member before adding an item to the agenda.
- 5.6. When considering an item, the board may resolve that a matter be not brought back for consideration at a future meeting until a certain time period has passed, unless there are in the opinion of the Chair, or a simple majority of all board members, changed circumstances that would warrant discussion.



- 5.7. Papers should be circulated at least five working days in advance of the meeting to allow informed discussion and decision-making, except where urgency requires otherwise. Late papers are at the discretion of the Chair. All agenda items should have a supporting paper or summary to allow those unable to attend the meeting to remain informed.
- 5.8. Papers will be deemed as read and discussed as such, save in the instance where the Chair permits a late item under clause 5.7.

6. Quorum and attendance

- 6.1. Quorum requirements are set out in the Constitution.
- 6.2. If a meeting becomes inquorate, it must be adjourned and no further decisions taken.
- 6.3. Board members are expected to attend regularly and to prepare adequately for meetings.

7. Conduct of Meetings

- 7.1. Meetings should be chaired to encourage:
 - 7.1.1. Respectful discussion
 - 7.1.2. Balanced participation
 - 7.1.3. Constructive challenge
- 7.2. Board members are expected to act in accordance with the Board Conduct Policy and the Trust's values at all times.
- 7.3. With the consent of the Dons Trust Chair and the members attending a board meeting, the chairing of that meeting may be undertaken by another member.
- 7.4. In the event that a board member does not act in accordance with clauses 7.1 and 7.2, the Chair may ask a board member to remove themselves from a meeting, either temporarily or for the duration of the meeting.

8. Decision making and voting

- 8.1. Decisions of the board are collective, even where individual members have expressed different views during discussion.
- 8.2. The board speaks with one voice, and unless explicitly agreed by a board resolution, members of the board should not undertake any action or statement that would undermine this.
- 8.3. Any board member may call for a vote on any matter at any time, once discussion has concluded or where further discussion is not considered productive. The Chair will decide if a vote is called.
- 8.4. The Chair may determine that a matter should be put to a vote.



- 8.5. In the event that the Chair refuses a vote, a simple majority of board members present may vote in favour of putting a matter to a vote.
- 8.6. Voting shall be by show of hands or electronic equivalent.
- 8.7. Decisions are made by majority vote, in line with the Constitution. In the event of a tie, the Chair has a deciding vote. The votes of board members are recorded (and redacted where required) for record-keeping purposes.
- 8.8. The exact wording of any vote must be agreed before voting and recorded in the minutes.

9. Minutes and Record-Keeping

- 9.1. Draft minutes of board meetings must be circulated to board members a week in advance of the meeting at which they will be approved.
- 9.2. Board members are expected to review the draft minutes promptly and propose factual corrections in advance of the meeting to approve.
- 9.3. Minutes will be presented for formal approval at the following board meeting. Once approved, the minutes become the formal record of the meeting.
- 9.4. If the board feel that changes are needed to the minutes and that this should be resolved outside of the meeting to approve, the minutes can be approved over email, provided that the timeline in clause 9.5 is still met.
- 9.5. Approved board minutes will be made available to members within one week of approval and no later than two weeks after the meeting at which the minutes were due to be approved.
- 9.6. Where redactions are made, this should be done proportionately and noted in the public minutes as a means of being transparent that a redaction was made. This reflects the board's commitment to openness, accountability and member confidence in governance.

10. Transparency and Confidentiality

- 10.1. The board recognises that transparency is essential to trust, but also that some matters require confidentiality.
- 10.2. Confidentiality should be applied only where necessary, for example:
 - 10.2.1. On the basis of legal advice received
 - 10.2.2. On personnel or disciplinary matters
 - 10.2.3. Commercially sensitive negotiations
- 10.3. Wholly confidential items should be clearly identified as such on the agenda.
- 10.4. Breaches of confidentiality may be considered a disciplinary offence to be considered under the society's complaints procedure.



11. Committees and Delegation

- 11.1. The board may establish committees, working groups or other project groups with written terms of reference.
- 11.2. Delegation does not remove the board's collective accountability for decisions taken.

12. Skills, Development and Effectiveness

- 12.1. The Board recognises the importance of having the right balance of skills, experience and lived experience.
- 12.2. Board members must undertake appropriate governance training, including any recommended by the Football Supporters' Association. Completion of this training is tracked by the board champion for learning and skills.
- 12.3. The board should periodically review its own effectiveness, skills mix and ways of working. This must be done at least annually. (Skills at the installation of a new board).
- 12.4. In order to provide for the above, a budget should be set aside under the governance heading to provide sufficient funds to ensure that board members have confidence in their collective and individual responsibility to fulfil their role on behalf of members.

13. Communications

- 13.1. In addition to formal meetings of the board, there are also multiple avenues for board members to discuss and consider items outside of meetings (e.g. email and messaging apps). Formal decisions can be made via email, but by no other means outside of a board meeting.
- 13.2. Communication made by such means are considered confidential to the board.
- 13.3. Communications should be made in line with the standards of behaviour expected from board members and with respect for board members' right to a life outside of the board.
- 13.4. In particular, a member may be requested to take steps to change the amount, tone or style of their communications if requested by other board members.

14. Breach of this Code



- 14.1. A breach of this code may be considered a disciplinary offence to be considered under the society's complaints procedure and can result in exclusion from the board either temporarily or permanently.

15. Time off

- 15.1. Within this section, "members" covers all elected board members, the Treasurer and the Secretary, including any assistants.
- 15.2. In acknowledgement that members are volunteers, appreciation should be given to the need for time off from duties. Members should inform the rest of the board when they will be unavailable for an extended period.
- 15.3. During this time, no other member will contact the individual to discuss any official matters, and the absent individual is not required to monitor channels. For practical reasons, this clause does not preclude other members from sending emails using distribution lists that the absent member is already part of.
- 15.4. If the board feels that the absent member needs to be contacted, the Chair of the Trust will have sole authority to decide whether the member is contacted. If the Chair is absent, this decision will sit with the Vice-Chair.
- 15.5. The following is a non-exhaustive list of reasons for contact:
 - 15.5.1. Material risk to the Trust, Club or individuals that requires an emergency board meeting. (The absent member is not required to attend during their absence but must be informed of the meeting).
 - 15.5.2. A time-critical decision requiring all board members to input / approve is required.
 - 15.5.3. No other board member feels able to make the decision, for example if the absent member is working on a specific project.
- 15.6. The board will define seasonal quiet periods where no business is to be conducted and communication channels not used for any official business, save by the discretion of the Chair in the event of an emergency. These periods will be published to members, who should be respectful of the board's role as volunteers and the right to time off.

16. Status of this Code

- 16.1. This document should be reviewed at least annually to ensure that it remains fit for purpose and reflects best practice.
- 16.2. This document was approved by the board at its meeting on 13th May 2026. It may be revised by a vote of the board.
- 16.3. The most recent document will be made available to members.