

Dons Trust Board (DTB)

**Redacted minutes of meeting held at 7.30pm on 12 November, 2018
The Cherry Red Records Stadium, President's Lounge**

DTB members

Mark Davis (Chair)
Colin Dipple
Roger Evans
Nigel Higgs
Tim Hillyer
Cormac van der Hoeven
Jane Lonsdale
Sean McLaughlin
Charles Williams

In attendance

Erik Samuelson (Club CEO)
Joe Palmer (Club COO)
Hannah Kitcher (Secretariat)
Roger Edmonds-Brown (Secretariat)

1. Introduction and apologies

Apologies were noted from Matthew Breach and Tom Brown (DTB Secretary).

Charles said he would be unable to attend the next DTB meeting in December and therefore this would be his last meeting. Charles thanked the Board for their support and their work for the Trust. The DTB thanked Charles for his work as a co-opted Board member overseeing youth engagement and as a member of the Engagement and Communications committee over the last year.

Mark said, as the DTB were aware, Tom would be stepping down as DTB Secretary, and that arrangements were being made to find a replacement.

Action: Draft replacement advert for Tom Brown already circulated to DTB by Mark; comments to be sent back to Mark by 16/11.

Mark opened the meeting, ahead of Erik and Joe joining, and the DTB discussed questions they had for the Football Club Board (FCB) regarding the departure, as conveyed to the DTB the previous day and announced that morning, of first team managers Neal Ardley and Neil Cox, and the plans for replacing them.

PART 1 – WITH FCB REPRESENTATIVES

Neal Ardley

Erik and Joe joined the meeting and updated the DTB on developments since the discussion the previous week, leading up to that morning's Club statement.

Erik explained he had visited the training ground that morning to speak with the remaining members of the football management team and squad to explain the situation. Erik had told the squad that Simon Basseby had full authority as manager; they were a strong squad that should not be relegated, and warned them against using social media, which might be susceptible to misinterpretation

by the press and fans. Erik offered all the players to meet with him separately. Erik believed Simon had the support of the players, was happy to continue to help as he had the Club's best interests at heart, and appeared to have already been active by bringing in Steven Reid, who has a good track record including Fulham and Crystal Palace, to assist him.

Mark then asked Erik to answer a series of questions, formulated before Erik and Joe entered the meeting, relating to Neal's departure and plans to replace him.

It was noted that the announcement of Neal's departure did not include any message from Neal himself. Neal had told Erik that he would put out a statement through the League Managers' Association (LMA), which would be respectful toward the Club and be positive about his six years with us. *(Note: such a statement was subsequently issued via the LMA.)*

Mark asked about the **recruitment process**. Erik said that the sort of manager being sought would ideally be both one to keep us up this season and one to be here for the long term. The candidates that came forward would all be judged on their merits. Joe added that one had to take a decision at any moment in time with the range of experiences from young to seasoned pro that were available. Erik added that applications from at least twenty candidates had already been formally received.

Mark asked Erik what the **DTBs involvement** might be in the recruitment process. Erik said it was the DTBs role to validate the process, and this process should be explained to the DTB carefully. Erik said he felt the DTB should see the shortlist.

Erik said the last interview board for a manager comprised the four members of the FCB, Steven Sylvester (sports psychologist) and Dave 'Harry' Bassett. Erik was contacting the latter two, as well as others, to seek their views. This time, with the addition of Joe, potentially there could be seven on the panel.

Nigel asked if there were any other suitable football people who could be brought in as support for the FCB before the new manager appointment, in what was a time of transition and change. Erik noted that the recent proposal for a **Head of Recruitment** had not yet been approved by the DTB. Mark noted that the Head of Recruitment proposal was on the agenda for discussion later in the meeting.

Erik said the details of the contract would, to an extent, be determined by the successful candidate. Erik confirmed that the new manager would report to him. He added that the amount of money available for the new manager to spend in the transfer window was being considered.

Erik said the manager recruitment process would be similar to the last time, and would be finalised at the FCB, and the details forwarded to the DTB.

Action: Following 14 November FCB meeting, Erik to forward the football manager recruitment process to the DTB via Mark.

Charles asked if there were any stand out candidates. Erik said that Joe had downloaded an LMA list, added his further analysis, and a couple from a preferred group had just applied.

Roger asked what the situation was if a manager was currently managing another club. Erik said the manager would have to approach us, or an agent could put their name forward.

Mark asked about leaks. Erik said that before he had even told the FCB (or the DTB) of the news of Neal's departure, someone had posted on the WUP Guestbook that the news was on Facebook. As so few knew, it could be concluded that this leak was external to either board.

DTB members asked Erik if there was any support personally and/or workload-wise that he needed from the DTB. Erik thanked the DTB but said he only asked to ensure clear lines of communication between FCB and DTB were kept open.

Mark advocated the DTB making a speedy statement and orally suggested it should be made along the following lines:

'The DTB noted for the record that they had been closely involved in discussions about the management team with the FCB in recent weeks and endorsed the FCB's course of action. The DTB were sad to see Neal and Neil go, and recognised that they had made a fantastic contribution to the Club over the past six years. They played a crucial role in saving us from relegation from League Two on the final day of 2012/13 and then leading us to promotion to League One in 2016, with a memorable day at Wembley for the play-off final victory. They had also done an incredible amount to professionalise the club behind the scenes, and the DTB wished them every success for the future. The Board were now discussing the process for selecting a new manager with the FCB and wished Simon Basseby every success in his role as interim manager whilst the search for Neal's and Neil's successors got underway.'

Action: DTB statement on Neal Ardley to be agreed and released.

(Note: See [here](#) for the agreed statement released by the DTB.)

2. FCB Report

Erik and Joe responded to questions from the DTB.

Jane said the **hospitality feedback cards** were a really good initiative, and asked Joe to publicise more widely the finding that 'customer service was very strong'.

Jane asked for the **extra number of five year season tickets** sales to be provided in the next FCB Report following the plans earlier in the year to promote these.

Following a question from Jane, Erik advised that '**Project Argus**' was to do with anti-terrorism.

Roger asked about the cash flow position.

Roger was concerned about the **financial effect of the drop in gates**, but Erik said that the situation was alleviated by the unbudgeted TV fee income.

The DTB noted the fabulous hospitality for AFC Wimbledon fans visiting **Haringey in the FA Cup** on 9 November, and agreed to send their official thanks to the club. The FCB/DTB were also planning to approach Haringey to purchase the banner they had made for the 'Wimbledon Fan Zone'.

Action: Erik/FCB to thank Haringey for its hospitality.

Action: An approach to be made to Haringey to ask if they would give/sell the Wimbledon Fan Zone banner. *(Note: David Charles has advised Jane that he is contacting Haringey about the banner as another group of supporters had also been in touch about it).*

Roger said that Neal had been given a larger playing budget from the expected future stadium revenue, and asked Erik about this in the light of the stadium delay. Erik said he was aware of this.

Nigel suggested that the metrics around engagement via **Social Media** included some form of activation. Gaining followers was not a very meaningful metric of value delivered. Ideally some further 'activation' was needed. This could be signing up to an email list or joining the Trust or buying some merchandise.

Action: Regarding the value of followers, Joe agreed to 'have a look'.

Mark wished to meet with Joe to discuss CRM and the DT.

Action: Mark to arrange a CRM catch-up with Joe.

Mark was concerned that there was not really an owner of the **We Are Wimbledon Fund** to drive the initiative. Joe agreed this was a problem, and he had concerns about the **Dons Draw** as well. He thought there should be a look at the bigger picture of all fundraising activities. Jane suggested that, with the January window, people may well get behind somebody to drive this, as everyone knows the player budget needs help.

The Board discussed the proposals of a Head of Recruitment role. The person would report to the CEO with a dotted line to the Manager, and the post would be funded in the current season from the proceeds of the West Ham match. The DTB noted the proposal had come following a suggestion from Neal Ardley and the FCB to develop recruitment further at the club as part of its wider development. The DTB unanimously agreed, that the FCB should be authorised to proceed with appointing a **Head of Recruitment**. The FCB would decide upon timing, in light of recent events.

There was a discussion about the draft AFCW PLC accounts and the timing of the AGM.

Action: Erik asked the DTB to send comments on the draft AFCW PLC accounts (in particular pages 2-8) by 18 November.

3. Stadium Update

Erik provided a stadium update and repeated the announcement, made at the 8 November SGM, that the costs for the stadium were coming down based upon discussions with the prospective contractor. Erik said that we may be able to further reduce the overall cost in the region of £600,000 if the East Stand Wall is built lower and at the same height as the North Wall.

Mark asked when the identity of the prospective contractor should be announced publicly. Erik thought this should be either when the letter of intent was signed or when the pre-contract services agreement (PCSA) was signed, and suggested it should be part of a wider announcement with the land completion.

Roger thanked Colin for all his recent Stadium Committee work in the previous two to three weeks. He had created a new stadium consultation list but it had not yet been circulated by Tom for this meeting.

Action: Stadium Committee's consultation paper (part of Paper 2b) from Colin and Roger to be circulated to DTB (Roger & Colin to action).

Erik said the contractor's proposal may allow us to provide some **extras**. Erik added that the first part of the crowdfunding money may be needed to complete the basic stadium. The new proposal made no provision, as yet, for roofs on the North and South Stands, but there would be a fully complete West Stand and we were getting an overall cheaper stadium by about £3m less than the previously unaffordable tender cost.

Due to the proposed changes, Erik had been sounding out stakeholders regarding planning requirements, and on a question from Jane, Erik confirmed that the next Merton Planning Committee meeting was 13 December.

Charles asked if the Club would have wanted to consult on any of these changes that had now been mentioned in this meeting, as the feedback he had received was that fans wanted to know the details about the stadium. Colin added there were some who were expecting a 20,000 seat stadium. Jane asked how much fans who were not Trust members would be consulted, how the issue of the (current) lack of roofs would be broached and agreed with Charles' earlier comment that fans she had spoken to wanted a wider consultation now. Jane did not believe the club should ask fans to financially support a stadium with the current lack of roofs scenario. It was suggested that it might be helpful for project manager **Joe Giordano** (the project manager for the stadium) to attend the next meeting.

The contractor had created a mock-up of what the new stadium would look like. The Board agreed that it would be helpful to show members and fans this updated mock-up.

Erik and Joe outlined the **next steps on crowdfunding** which included the completion of the valuation of the Club at the new stadium, so that a share price could be calculated. The FCB were conducting a full evaluation of the options provided by our prospective crowdfunding partners. The ambition remained to have the crowdfunding underway in the first months of 2019.

Stadium Consultation

The approach to the consultation on stadium options and matchday experience at the new stadium with fans and members was discussed. Roger said that once the stadium structure was clear, and the possible add-ons identified, he thought about January 2019 we could go out to consultation. Then, following input from Joe, there would be a complete matchday experience consultation later in the year, which would include special interest groups such as the disabled. Roger said this approach was outlined in the Paper 2b annex previously mentioned, which it had been agreed would be circulated. Jane responded by saying that as the fans had been informed in May of the stadium consultation, and as the matchday experience consultation was not dependent on other factors, she thought it should proceed in January. Nigel asked if there was any learning from the new Brentford stadium. Roger said only informally, and members generally agreed such an approach should now be followed up on a more formal basis.

Action: Stadium Committee to initiate contact with Brentford FC.

Mark said that the stadium consultation had been agreed as a key priority for 2018, and believed it was affecting the reputation of the DTB. He added there was now a need to make sure that there was a clear process and timetable for how the consultations would work. It was therefore agreed to set up a workshop in the next month with the Stadium Committee and relevant members of the Survey and Communications Working Groups in order to plan the next steps.

Action: Mark to convene a workshop with Stadium Committee and members of the Survey and Communications Working Groups, to establish how the stadium consultation will be implemented.

4. Upcoming AGMs (AFCW PLC and Dons Trust)

Erik felt it was unlikely to sign off the PLC accounts by the following Tuesday, which it was agreed by the Board meant the date of the DT AGM needed to be moved from the 13 December to later in the month. Taking into account timings and other factors, it was agreed to be **rescheduled for Thursday 20 December 2018** and members should be informed. Mark pointed out, and Sean confirmed, that the approved accounts should be filed by the end of January. It was noted that the timing of the AGM wasn't ideal in the run-up to Christmas, with members likely to have pre-Christmas commitments but, with the approval of the accounts and the timing of the PLC accounts, there was little option.

Action: Comments by the DTB on the DT accounts to be sent to Sean by 25 November.

It was not yet confirmed whether the AFCW PLC AGM would be on the same day.

Mark noted that the Board had **received the draft of a possible member's resolution from a Dons Trust member**. The resolution intended to propose that the DTB should require the Club to hold four 'Meet the Manager' sessions per year. The Board then discussed fan engagement with the manager and the opportunity there will be, with the appointment of the new manager, to set engagement expectations. Jane noted that the manager would have a view as to the number of times they should undertake a meet-the-manager event and suggested that a conversation with the proposer to understand what was driving the request might help to understand the resolution and manage expectations. The Board agreed that Mark would return to the member who submitted the resolution to find out the motivation behind it and what may be a good compromise.

Action: Mark to raise with the member who is considering proposing the Meet the Manager resolution. (Done)

The DTB noted with concern some **abusive language and behaviour** towards our players and the management team from some fans behind the goal at the FA Cup match against Haringey, for the final 20 minutes of the game. The Board would like to thank those fans, including Jane and Cormac, who were prepared, calmly and peacefully, to 'self-police' the situation by calling out such abusive language and behaviour. Jane said there had been a minor scuffle amongst fans, and Jane said the police put it in context by saying 'it's a bit of a disagreement about performance'. Jane also said she was surprised the fans aimed some vitriolic and personal comments at our players in the last 25 minutes of the game. The fans' proximity to the players behind the goal would have made it

very intimidating to the players, who clearly heard the comments directed to them by name. No comments or complaints had been received from Haringey, as far as Erik was aware.

The DTB thanked Erik and Joe for attending, at which point they departed.

PART 2 – DTB ONLY

5. Approval of October DTB Minutes

Jane pointed out a typo at the bottom of page 8. Sean asked for merchandise comparisons with last year to be included in the next FCB Report.

The minutes of the 8 October 2018 meeting were then approved.

Due to this meeting overrunning, it was agreed to take the actions outside of the meeting.

Action: Mark to chase up outstanding actions outside of meeting.

6. Ratification of decisions

The transfer of £100k from the Trust to the Club was ratified.

The following resolutions had been approved unanimously by email on 4 November and were ratified at the meeting:

- To authorise Mark Davis, or such other board member as Mark Davis may delegate, to represent the Dons Trust at the EGM of AFCW PLC on 8 November (and/or any adjournment thereof) and to cast the Trust's votes as set out below.
- In the event that the Restricted Action is passed by Trust members, the Trust's votes should be cast in favour of the Resolutions at the AFCW PLC EGM on a show of hands and, if the resolutions are not carried on a show of hands, the Trust should require a poll to be conducted and should vote in favour of the Resolutions on a poll.
- In the event that the Restricted Action is not passed by Trust members, the Trust should either seek an adjournment of the AFCW PLC EGM (in anticipation of securing subsequent approval from members for the Restricted Action) or vote against the resolutions to be put to the EGM (and require a poll to be conducted, as necessary, and vote against the Resolutions on a poll).

7. NED role / remuneration

This item was carried over from the October meeting. As he believed events may have moved on from the details in the information contained in Paper 5, Mark proposed that it should be carried forward to a subsequent meeting.

Jane suggested there should be more transparency regarding payments to members of the FCB and their roles, so that payments could be justified to members.

Regarding FCB succession planning, Roger suggested this should be reviewed by the Oversight Committee, and then brought to a DTB/FCB away day.

Action: Suggestion/action to have an Away Day with the FCB free from the formality of a meeting to discuss succession planning.

8. Update on replacement member engagement tool

Nigel discussed his draft version 2 terms of reference, which he had circulated amongst the Operations Committee for comments, and which outlined the options for a member engagement tool. Jane had provided some minor comments to Nigel, e.g. length of the term of the current free contract with Webjam.

Jane noted there would need to be a tightening up of access, which was reliant on the CRM holding DT/DTB data. Sean asked if it could also be checked if Tom had done an audit of who had access through Google Docs.

Action: To ensure access while remaining secure, an audit of who has access to which folders is needed (Mark to ask Tom).

9. Committee Update

Engagement and Communications

Further to the written update Jane noted that Emma Vetriano (a member of the Diversity & Inclusion working group and former Diversity Officer at Brentford) and Joe Palmer were going to meet following the recent working group meeting regarding the screening of Wonderkid (a film about homophobia in football). Brentford had hosted a successful screening previously. Joe noted he was keen to do this and to link it to Kick It Out week if possible.

10. Open Meeting

The Board reflected on the Open Meeting at Bertie's Bar in Wimbledon held on 31 October, and Cormac was thanked for organising the event. Jane had asked for attendees' and Board feedback on Webjam and the Board agreed that it went

well and this format would be repeated again, although potentially at a different venue. The Board agreed to rethink in the New Year when to schedule another.

Action: Carried forward to January DTB, to discuss and arrange a further Prince of Wales style Open Meeting.

Jane suggested that the Secretariat should be organising these events from now on to free up Board members' time to focus on their board responsibilities

11. AOB & Date of Next Meeting

DTB elections

Jane noted that a number of matters had arisen during the course of this year's elections, and therefore it was important for the Board to review thoroughly the ESG paper when it is received.

Junior Dons Christmas party

The date had now changed to a week earlier on **9 December**. Jane was organising it, with the support of volunteers. Jane stressed the need to have first team squad members at the party, and it was suggested that Simon was contacted to facilitate this, as well as hopefully his attendance as well. Jane also noted that Isa, one of the volunteers overseeing the Junior Dons, had done a great job revamping the Junior Dons' newsletter to make it more engaging for younger fans. On 8 December, before the home match, they would be meeting to stuff 560 envelopes with the Junior Dons' Christmas cards and welcomed volunteers to help out. Charles reminded the meeting that Neal's name may need to be changed on items such as the JDs' welcome letter.

Action: Jane to contact John Stembridge (Membership Secretary) about updating JDs' communication materials.

Hate Crime

Jane said that the wording in the programme on hate crime had been amended following a recommendation by the D&I group. She noted there would be publicity around this and that Anuk Haydes on the D&I group was drafting something for David Charles.

Safeguarding meetings

Cormac said he would be attending the safeguarding meetings on behalf of the DTB. There had not been any representation from the Ladies & Girls section at the last meeting or two.

Sustainable Merton

Colin Dipple had been involving the club with Sustainable Merton, which was looking at a campaign to tackle the use of plastic. He was looking for people to be part of a Working Group on this.

Action: Colin to send details to Hannah for promotion.

Football Supporters Federation / Supporters Direct

At the 22 November meeting Tim will stand for the Supporter-Owned Clubs Section, as one of two candidates for three positions.

Christmas get-together

It was proposed the FCB and DTB members meet in a pub, perhaps on the date liberated by the change in AGM date (13 December), along with new DTB members.

Finally, Jane noted how the last couple of weeks for the Board had been incredibly intense, with a lot of meetings but noted that the tone and conduct of the DTB members had made it a pleasure to work with the other members of the Board, even where there had been disagreements on specific issues. Jane added that Mark deserved a special mention for the huge amount of work he had put in and in chairing and overseeing the meetings.

The next meeting would be on 10 December 2018.

The meeting concluded at 10.35pm.