



Minutes of a Special General Meeting of the members of the Wimbledon Football Club Supporters' Society Limited (The Dons Trust) held online on 28 April 2020 at 7.30pm.

1. Welcome and introduction

No apologies were noted.

2. Approval of 17 December 2020 minutes (Paper 1)

Questions were invited, but none were forthcoming, and the minutes were approved.

3. Approval of 31 March 2021 minutes (Paper 2)

Questions were invited, but none were forthcoming, and the minutes were approved.

4. Election of DT Board members to the PLC Board (Paper 3)

Resolution 1: To ratify the appointment of Xavier Wiggins to the board of AFCW plc.

Resolution 2: To ratify the appointment of Charlie Talbot to the board of AFCW plc.

Resolution 3: To ratify the appointment of Hannah Kitcher to the board of AFCW plc.

Resolution 4: To authorise the Dons Trust Board to cast the Trust's votes at the next AFCW plc members meeting in favour of appointing Nick Robertson as a director of the company.

Questions were invited and are summarised below:

1. Can the DTB confirm that a non-executive director does not get a vote on the PLC board?
 - a. It was explained that the PLC makes recommendations to the DTB and that it was the DTB that voted on items. In addition, it was understood that if there were to be a vote then statutory directors get votes only
2. What is the biggest issue facing the PLC in the next twelve months?
 - a. Xavier: finance, refinancing the MSP loan and generating additional revenue
 - b. Hannah: finances but also the relationship between the PLC and the DTB
 - c. Nick: the financial situation needs to be moved along, that is the main reason why I was asked to be involved and to present a strong PLC board to re-lenders or investors who can see a structure to support and invest in
 - d. Charlie: finances, new revenue streams and refinancing
3. Nick, what are you going to bring to the club?

- a. Nick: it is hard to answer in detail as I have not sat with the PLC or DTB yet. I have a reasonable amount of experience in business from start-up to fairly large organisation. I have a track record from lenders and certainly lots of locals to be introduced to. I have built a team in business, ASOS began with two people with structures, purpose and visions; discipline is required to make a success of it

Jane invited Nick to provide some information regarding his other work in the local community. Nick stressed that his investment was for the good of the club and community only and that he had been introduced to the club four years ago, but it was only after this that the club's financial issues had come to light. Nick added that he had not been looking to invest in a football club but that as a local resident and a lover of football, he had helped how he could. Nick went on to say that he had time available and was passionate about the club's cause. It was also explained that Nick had been involved with the Polka Theatre and Bookfest on Wimbledon Common. Nick concluded by saying that he had kids in local schools and lived nearby so would be here for years to come.

4. Nick, what are your views on the club's ethos and existing levels of fan ownership?
- a. Nick: The DNA and heartbeat of the club is fan ownership and it is critical to begin engagement with outlining a vision and purpose
5. Nick, could you tell us about sustainability, your background is in fast fashion which is not known for performing well in this area, how might that affect the club?
- a. Nick: I am a non-executive of ASOS now but in terms of sustainability, the company is leading the way in a sub-industry that has issues attached to it. Everything being done is considered on a global-level across: anti-slavery, human rights, sustainable cotton and supporting local. In terms of local impact, I am committed to investigating what else could be done to help recycle clothes in the borough and potentially extend that through DLAG

Votes were held on Resolutions One, Two Three and Four the results of which are shown below :

Resolution 1 - To ratify the appointment of Xavier Wiggins to the board of AFCW plc.

	Online	Proxy	Total
For	115	59	174
Against	1	0	1
Abstain	6	3	9
%age of votes cast in favour			99.4%
%age of votes required to be passed			Simple majority
Outcome of resolution			Passed

Resolution 2 - To ratify the appointment of Charlie Talbot to the board of AFCW plc.

	Online	Proxy	Total
For	114	61	175
Against	3	0	3
Abstain	6	3	9
%age of votes cast in favour			98.3%
%age of votes required to be passed			Simple majority
Outcome of resolution			Passed

Resolution 3 - To ratify the appointment of Hannah Kitcher to the board of AFCW plc.

	Online	Proxy	Total
For	117	58	175
Against	1	2	3
Abstain	8	2	10
%age of votes cast in favour			98.3%
%age of votes required to be passed			Simple majority
Outcome of resolution			Passed

Resolution 4 - To authorise the Dons Trust Board to cast the Trust's votes at the next AFCW PLC members meeting in favour of appointing Nick Robertson as a director of the company.

	Online	Proxy	Total
For	119	58	177
Against	3	1	4
Abstain	7	3	10
%age of votes cast in favour			97.8%
%age of votes required to be passed			Simple majority
Outcome of resolution			Passed

5. Results of the Volunteer survey

Hannah presented the findings of the recent volunteer survey.

Questions were invited and the group answered these in turn:

1. Will the annual ground clean-ups continue in summer?
 - a. Joe: Paul Sparks will be contacting the volunteer base to identify volunteers to help clean the site ahead of the test event on 18th May
2. Can we identify opportunities to volunteer?
 - a. Xavier: we have provided details on the Dons Makers, but I would encourage anyone who wants to, to get in touch as the club could always use more volunteers
3. Are we reviewing current volunteers and roles that they do?
 - a. Volunteers that we currently have, have been prompted to submit information. There are still roles that we require volunteers for.

6. General Q&A and discussion with members

Questions were invited and Joe and members of the DTB responded:

1. What are the club's thoughts on the failed implementation of the proposed EFL salary cap?
 - a. Joe: all League One and Two clubs voted in favour of the original proposal however since then, the PFA has declared the proposal unlawful. Since

- then, an accord has been agreed between the PL, FSA and EFL. Big discussions are planned for May and it is important the club ensures that it is on the agenda as it is the single best thing that could happen to the club
- b. Niall: the club is in discussions with Exeter City F.C. and Newport Town A.F.C. as well as having made contact with 12 other clubs about forming a new voting bloc. The campaign intends to pitch proper solutions for the big issues in football. We are working with recruitment experts, advisors and academia to look into realistic solutions that will make a fundamental difference
 - c. Tim: the Sustain the Game incorporates many items that Niall highlighted. A salary cap management protocol existed previously. This was overly complex and so was the salary cap, the fact that it was dealing with live contracts meant that it was going to take two to three years to proceed. The PFA is a trade union and the league had not contacted the union to ensure that legal niceties were met
 - i. Does it include a floor?
 1. Joe: No
 - ii. Is there a possibility of a flexible cap to keep big fish on side?
 1. Joe: yes, there are arguments to that effect the higher up the league you go. Sunderland A.F.C. and Portsmouth F.C. have changed their tunes, it was seen as an opportunity for investors to be spending less without compromising on attracting the best players. For instance, players could be offered accommodation and other benefits. The fact remains that the bigger clubs will always get the bigger players. In Leagues One and Two there is less of an opposition to hard cap
2. The club reported expenditure of £76k on agent fees, placed 13th in the division, why do we spend money on agents and benefits?
 - a. Joe: I would like not to but unfortunately, it's part of the game. In those negotiations, to get the players you want then quite often, you have to pay the agents. There is a standard level, we try to hit that, we have been in situations when we sometimes have to pay a little bit more. Big stars do pay their agents, but clubs would still pay them, it is part of the process. Every CEO in football would say they don't want to deal with agents
 3. Who will operate the pub? Where are we with the fit-out?
 - a. Our catering partner is Elixir, the company will manage matchdays in hospitality and events for non-matchdays. We have decided to take the pub element outside of the rest of the contract so that we can control more that happens there. We were in discussions with another provider concerning the pub and non-matchday catering opportunities for six months, but these have fallen off the table. We now have three new tenders including two proposals this week. We have the license to operate the pub. We are also in discussions with three beer pouring rights providers and expect tenders to follow. We will also be asking fans to help name the pub
 4. How far has Ed Leek's working group got in terms of making plans to pay off the club's debts?
 - a. Ed: we have a finance committee with excellent volunteers that has been working over the last six to nine months. Top of mind on debt is the MSP loan, this is a £4m bridging loan due twelve months after we first borrowed. There is a bigger finance update, the idea is that we use internally generated funds as far as possible to manage that debt. To refinance debt, it has been impossible to make money and we are one year behind on our hospitality plans due to the disruption
 5. Some clubs have announced that they are moving away from iFollow, what are the club's plans?

- a. Joe: iFollow is part of the EFL digital contract that clubs are signed up to 2016/17, due to end 2022/23. Lots of clubs agreed to the original deal so that their websites were constructed for free, plus we get additional content for free. The EFL has not given any indication of the costs involved were clubs to leave the first contract. If we were to leave, we will need to figure out the cost of the website, streaming platform and so on
6. Are board members considering using the negative publicity around the Super League to increase the club's fan base? Will Niall's new grouping be submitting evidence to the government's review of the game?
 - a. Tim: we have seen an uptick in interest in Trust membership. Hosting a fan led review was in the Tory manifesto as a result of work done by the FSA to push the Sports Minister at the time, Tracey Crouch
 - b. Niall: It is very exciting; we have identified 26 clubs to bring into our grouping. The EFL is expecting the report to be published in October, we need to speed up to start making a difference. The name of the new organisation has not been made public yet. We will first report with like-minded input then put out an agenda on what is going on. We have a chance to unite the rest of the game and bring as many Championship clubs as possible as this will ease financial pressures, it is critical that we build support for this
7. Finances are always an issue, is £36k enough for a head chef at one of South London's largest banqueting events spaces? Will Elier be bringing in new staff and what will happen to those who have left?
 - a. Ed: the head chef's salary is determined by Elier, not the club
 - b. Joe: The head chef is part of a team including a sous chef and other kitchen staff
 - c. Ed: on the question of previous workers, Elier will be hiring as well but it has been 18 months since they left so it is hard to say that people will come back in the same role
 - d. Joe: former staff will have the opportunity to apply
8. It has been three years since you joined Joe, what are the big challenges for the next three years?
 - a. Joe: Finances, but outside of that it will be completing the first year in the stadium. We are coming out of one of the most difficult situations that the football club has ever come out of. We developed a new organisational structure, delivered the stadium and are undertaking a governance and strategic review, the whole economics of football and structures of football are in flux. The club is going through a massive transition and this can be very difficult and will be a challenge to get through. Success is partly dependent on the fans, on what they do and what they spend; adjustments will have to take account of that. Outside of external things like the salary cap and better football management plans to reduce excessive spending that is pushing clubs into financial difficulty, we need to find a way to balance being competitive and sustainable
9. Is there any consideration of increasing the cost of DT membership as even £5 would come in handy?
 - a. Luke: the cost has not changed in a long time; the idea is for us to drive larger membership and £25 feels about right. We have launched the DT+ scheme and this ties in with the stadium card
 - b. Jane: the absence of a matchday experience has hampered our efforts to think about DT+
10. Was Nick one of the three anonymous investors that approached the club prior to the launch of the Plough Lane Bond?
 - a. Jane: yes, he was
11. Can Nick give his view on ethos and makeup and what are sacred elements, if any?

- a. Nick: fan ownership: it starts and ends there. I have heard interesting debates about what that means, if you are successful then there are no limits to it
- 12. Will the new ground be cashless? We were told that we would get the ground to be FIFA and UEFA women's compliant, did we achieve this?
 - a. Joe: yes, we are compliant. On cashless, we will deliver further proposals, cashless stadiums are a good solution. I have operated a cashless stadium and been in one that went from all cash to 85% non-cash. If we want to be more efficient and move forwards then we should think about it. A lot of fans are keen to bring cash to the stadium and we are looking at trying to try to support this
- 13. How long will the consultation take given the dire financial environment?
 - a. Niall: the report is out in October; it may be that they do a quick consultation just before that and get legislation on the books before that. In terms of money through the pyramid, we want to look at forming a lobby to setup a system that works for all of us
- 14. What will the price of new non-refundable season tickets be?
 - a. Joe: the same as last season. The test events are very important, we need to complete these regardless of the opposition. A later event will have a larger crowd. We are trying to get good opposition, but we are limited because of Brexit and COVID disruption to English clubs only. We have had offers from PL teams and held conversations with German teams. A prestige friendly may have to wait till the following season particularly if the June 21st development does not go ahead
- 15. Would the Trust consider banning drums from the stadium?
 - a. Charlie: permissible objects to be brought into the ground is club policy but personally I find them irritating
 - b. Luke: it is rare that they are brought into stadiums anymore
- 16. There has been very little talk about the team and supporting academies, what is the plan to develop this next season?
 - a. Joe: the budget is our responsibility; how do we spend it? How do we get more value from the budget that we do have? We need to improve analysis and improvement, better and for longer throughout the season. There is a need to assess our own players that will really contribute to the team. Robbo is an expert in creating a positive environment. There is a recognition that the squad performed well, then didn't and is now performing at a level that none of us expected that they could. We need to isolate the issues, the fine margins, for instance set pieces

7. Any Other Business

Jane thanked everyone for their contributions. Jane reminded members that votes that were taken earlier still had to be ratified and that a recording has been taken. It was noted that the next SGM would occur in September and that information on a test event, governance and finances would be sent shortly.

The meeting ended at 21.59