Draft Minutes of the AGM of the Wimbledon Football Club Supporters' Society (the Dons Trust) held on 8 December 2016 at the Cherry Red Records Stadium Kingsmeadow KT1 3PB.

Board Members present:

Matt Breach (Chair) (MB)

Tom Adam (TA)

Mark Davis (MD)

Colin Dipple (CD)

Roger Evans (RE)

Nigel Higgs (NH)

Jane Lonsdale (JL)

Sean McLaughlin (Treasurer) (SM)

Matt Spriegel (MS)

In attendance

Rob McGlinchey (RM) (DT Secretary)

Erik Samuelson (ES)

John Dolan (JD) ESG Chair

Andrew Williams (AW) (New Stadium Project Manager)

Other members of DT secretariat

Approximately 100 DT Members

Apologies and Introduction

Chairman Matt Breach (MB) opened the meeting with apologies from Board Member David Growns who had to attend a school governors' meeting and from the independent election assessor Neil Springate of Fulham Supporters Club. MB said that Agenda Item 7 would be taken before Agenda Item 6 with an interval to permit the AFCW plc AGM to take place (these Minutes follow the Agenda order).

1 Approval of Minutes of previous General Meeting

The minutes of the SGM held on 25 August 2016 were approved unanimously.

2 Results of Election to the Society Board

John Dolan, Chair of the ESG, reported that Matt Breach, Sean McLaughlin, Nigel Higgs, and Tim Hillyer had been elected to the Board. He thanked all who had helped him in the election process including Neil Springate, RM, Hannah, Julian, Tudor, and also the 9 year podcast and all the candidates. JD summarised some of the problems that had been encountered in the election process, particularly concerning Survey Monkey where some email accounts automatically treated it as spam. In future elections, all candidates will be made responsible for the veracity of their statements. He also noted that the turnout was very disappointing at 27% only. Thanks and commiseration were given to the unsuccessful candidates Tom Adam and Cormac van der Hoeven, and to Tom for his contribution to the Board.

3. Dons Trust 2015/2016 Annual Report and Accounts

Resolution 1: To approve the Society's annual report and accounts for the year ended 30 June 2016.

The annual report and accounts were approved unanimously.

Resolution 2: To reappoint BDO LLP as auditors of the Society for the year to 30 June 2017

The resolution was passed unanimously.

4. AFCW plc 2015/16 Annual Report and Accounts (AGM1216-Item 4)

5. Resolutions to be taken by the Board for the AFCW plc Meeting (AGM1216 – Item 5)

Resolution 3: That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW plc in favour of approving AFCW plc's accounts and the reports of the directors and auditors for the year ended 30 June 2016 (Resolution 2 on AFCW plc Agenda)

The resolution was passed unanimously.

Resolution 4: That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW plc in favour of approving the reappointment of BDO LLP as auditors of the plc for the year to 30 June 2017 (Resolution 4 on AFCW plc Agenda)

The resolution was passed unanimously.

Resolution 5: That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW plc in favour of the following special resolution for the 'Authority to allot A ordinary shares' (Resolution 6 on AFCW plc Agenda):

'That in accordance with section 551 of the Companies Act 2006, the directors be hereby generally and unconditionally authorised to allot further A Ordinary shares of £0.01 each up to an aggregate nominal amount of £12,284 to such persons as and at such times as they think proper providing that such authority shall expire (unless previously reviewed varied or revoked by the company in general meetings) after the prescribed period which shall be twelve months from the date of this resolution.'

The resolution was passed unanimously.

Resolution 6: That, subject to Resolution 6 of the AFCW plc Agenda being passed, the Dons Trust Board be authorised to cast the Dons Trust's vote at this year's AGM of AFCW plc in favour of the following special resolution for the 'Disapplication of pre-emption rights in relation to A Ordinary shares' (Resolution 7 on AFCW plc Agenda):

'That, in accordance with section 570 of the Companies Act 2006, the directors be and are given the general power to allot A Ordinary shares of £0.01 each for cash, pursuant to the authority conferred by Resolution 7 up to an aggregate nominal amount of £12,284 at any time for the prescribed period of twelve months from the date of this resolution as if the statutory pre-emption rights in section 561(1) of the Companies Act 2006 did not apply to any such allotment.'

The resolution was passed unanimously.

(An interval followed during which the AFCW plc AGM was held).

6. Presentation from Football Club Board: New Stadium Update

AW delivered a Powerpoint presentation.

Planning Process

AW explained that there are four key documents: the section 106 Agreement; the planning conditions (all 80 of them); the Development Agreement between Galliard and the club, which spells out who does what and when and who pays what and when; and the Phasing Plan, which separates the stadium build from the residential build.

Key issues

AW pointed to four key issues: Site ownership (does the club end up with a freehold or leasehold interest, on which discussions are continuing); the Bond (which secures payment from Galliard when we need it); planning restrictions (we are endeavouring to seek agreement that any extra detail can be supplied later); and stadium design (taking our plans to the stage where they are ready for a contractor to build).

Design

The design process is designed to achieve an ultimate full capacity stadium, but initially it will be half capacity. The North, South and East stands will use relocatable seating. Feedback from fans has shown that "social spaces" are important to the club, but these all have to be internal due to the fact that the site boundaries are the stadium walls. The "social spaces" will include three types of hospitality area in the West Stand – two at the third level (7 boxes with seats immediately outside the box, and two other hospitality suites), and a big bar/event space (matchday capacity 650).

The West stand will initially have a capacity of around 4,000 with a concourse at second floor level including toilets and food and beverage outlets. The East Stand will have a capacity of 2,500 including a family area, and in response to council requests for "animation" it is planned to have non-matchday opening of cafes between the wall and the residential building. The South Stand will be the Home stand with a capacity of around 1,500 and with a concourse behind with toilets and food/beverage outlets. The North Stand will be the Away area, with an initial capacity of 2000, which

can be flexible according to size of attendances. The Club shop will be on the South East Corner with weekday opening.

Accessibility and other Health and Safety rules will be followed and DVA compliant.

Programme and key dates for planning and build

AW tabled a Gannt chart and outlined the key dates:

-Section 106 Agreement signed late December 2016/early January 2017.

-Remobilisation of Design Team January 2017 to work with Council's Building Control

-Presentation to fans end March 2017

-Proceed to Tender process mid May 2017 with decision on main contractor by September 2017

-Site Clearance start April 2017

-Main Contractor start on site January 2018

-Main works complete end 2018

-Furniture Fixtures & Equipment (FF&E) including relocatable seating complete by April 2019

-Test events May/June 2019

-First league match August 2019

AW believes this is a sensible programme.

Key dates for the club and financing

AW suggests these should be:

-Develop financial strategy by end December 2016

-Revise cash flow statements by end December 2016

-Update operating plan and budget by end December 2016

-DTB signoff mid January 2017

-Agree transfer of FSIF loans early May 2017

-K's vacate KM end May 2017

-CFC commence using KM August 2017

-CFC take ownership after Plough Lane site clearance

ES then spoke about funding, and outlined the sources which will be:

-Payment from Galliard (secured by Bond)

-Sale of KM (we get the money when we get title to the new stadium land)

-Transfer of the FSIF loan

-Bank Loan (there is a commitment to £6 million which has to be turned into a binding facility)

-any shortfall to be covered by crowdfunding, tax efficient share scheme, franchisee loans etc.

Stadium Q&A

There were a number of questions. Answers given under headings below.

Tender Process

In response to a question about the tender process, AW said that the team has a list of about a dozen contractors who have the relevant expertise, of whom 4-6 are deemed the most appropriate. A "beauty parade" will be held which will reduce the group to the 4 with the most enthusiasm for the project.(ES noted that after discussions with Galliard they do not propose to tender). Subsequently during the tender period, mid tender reviews will take place to ensure that all 4 are looking at it properly. The tender process will omit the FF&E, which we will deal with separately. The relocatable seating market is developing so we will not go to that market until 2018.

Access for Emergency Services

A questioner asked whether a helipad could be provided, bearing in mind that already ambulance timing for access to and from St Georges Hospital is problematic due to existing road congestion. AW said that a helipad was not possible or practical, but noted that one of the planning conditions was to have an agreed Traffic Management Plan. In case of life or death a helicopter could land on the pitch.

How can fans help during the construction process?

AW said that if any fans have relevant skills they will be referred to the constructors. The AFCW Foundation may be able to involve local schools in some way.

Building Control

The questioner asked how confident are we that Merton have the resources to handle this. AW said that Merton Council have been supportive, and our design team can help them with the process.

Judicial Review

AW said the time limit within which an application can be made is triggered when the 106 Agreement is signed (six weeks, with a further 6 weeks for the decision). The perceived wisdom is that the process and scrutiny by Merton, the GLA, the Mayor, and the Secretary of State does not leave much scope for JR, but it would fall within the tender finalisation period so an unsuccessful JR application would not cause delay. Could objectors do anything apart from JR? Not much apart from making an over the top offer for the stadium land.

New Stadium Freehold – who will own?

Merton have indicated that they do not want the freehold. We will take it in whatever way is best to ensure that we avoid what happened to old Plough Lane, with the DT having control.

Non Matchday use

AW said the plans fully provide for this, which can include conferences, parties, etc.

Segregation of Away Fans

AW said this is provided for by separate entrance and walkway. The Met Police are happy with what is proposed.

Potential for more hospitality areas

AW said the design team have taken this into account. The areas are designed to be flexible. There is also an additional area above the core which could be suitable for expansion.

Publicity

The questioner asked about "Dons coming home" banners. AW said this is important and something that will be pursued.

Car Parking

In answer to a question about car parking, AW confirmed that this would be very limited for the first stage, with no parking for spectators. But the local public transport is good, and people will get used to it.

Roof

AW said there will be a roof over the West Stand. The other stands will have roofs, but at this stage the material is not known. It is a developing market. Everyone will be covered.

Ticketing

No cash at turnstiles, advance purchase necessary. Card/credit card options are being explored.

Financing

A questioner expressed concern that there might be a financial "black hole." ES said that the big imponderable is the cost of the stadium. We have asked our cost consultants to be cautious in their estimates. There will also be big finance costs after we have moved. ES has prepared figures on a best case/worst case basis. He will now recalculate these, with the assistance of AW and external accountants based on best case (promotion to Championship) and worst case (relegation to League 2).

Bars in the Away end

Yes.

Increasing capacity flexibly

AW said that with relocatable seating, we have until mid 2018 to decide what we need. Any increase will eat into the size of the concourses, which are required to have a size geared to the number of seats.

Fan engagement in finalising design

AW promised that NA, fans and other stakeholders would be further consulted part way through the design process, but the design team has to satisfy the planning officers.

Safe standing

During the next stage of the design process, a study will be done to cover this, and the results will be shared with fans. It has cost, concourse size, and resale implications. A final decision does not have to be made until mid 2018. ES noted that potentially the FSIF loans would have to be repaid, costing £900K, but change is in the wind. ES's plan is to say to the FSIF we will go for all seater, but if by the time we have to make a decision safe standing is feasible, can we switch to it? If the answer is no, then we have to decide whether we are able and willing to forego the £900K in order to achieve safe standing.

Extra running costs when at new stadium

ES said the operating budget was prepared after talking to other clubs with new stadiums.He also believes there is plenty of scope for volunteers at the new stadium; he would hate to change the culture and take the risk that we would stop being a different sort of club.

Naming rights

ES is taking professional advice on timing, which we will follow. There is no rush. The budget contains a prudent figure.

7.General Q&A: DT Members

Webjam

JL gave a brief presentation about Webjam, and encouraged those who have not signed up to do so.

Ethical sponsorship survey

MB announced that this will take place shortly via Survey Monkey, although alternatives will be explored in the light of JD's comments.

Membership

CD spoke briefly about the Membership working group, which will conduct a survey to gauge member satisfaction and further wishes. This has been delayed by stadium preoccupations but is being worked on. MS has been brought in to help with the 18 to 35s. The survey will be on Webjam and Survey Monkey (subject to JD's comments).

Communication

A member complained that his £25 sub had not been acknowledged. It was noted that there are difficulties with members who do not have email. MB noted that DT members can now communicate directly with DTB members via Webjam and the "Ask the Board" forum.

Increasing DT membership since promotion

JS reported that there has been an increase of 1800 since May, and new applications are being received at the rate of 10 per day. MB advised that Paypal is now available on the DT website.

How are Cup receipts divided?

ES advised that this year the budget provided for one win. Since the player wage bill is 19th out of 24th in League 1, players are treated generously for success in Cup games. Half the prize money for Cup games goes to the players according to a formula which takes account of selection issues. Prize money is currently £18K for round 1, £27K for round 2, and £65,500 for round 3. The balance is earmarked for player retention and new signings. TV money is not permitted to go to players.

Are we worried about losing players?

ES advised that there are 4 players that NA would particularly like to keep, but expenditure would involve spending next year's money. MB noted that there is an agreement between the DTB and the FCB that 50% of transfer fees can be spent by the FCB with the balance coming back to the DT.

What is the wage bill?

ES said it is £1.9 million, but this includes NICs, bonuses, and transfer fees. NA is given a budget.

What about manager retention?

ES said relations with NA are good. He was asked two months ago what would cause him to leave. He said that he would always choose a Chairman rather than a club. We have given him security and stability.

Would KM meet Championship standards if the club is promoted this year?

ES said no, but we would have three years to upgrade.

When are K's leaving KM? Will CFC then groundshare with AFCW?

ES said that the club has the right to terminate K's licence, and notice is about to be served. K's will depart in May 2017. They are prepared for this, and are looking at four clubs to groundshare with until they can find or build a permanent home. K's have paid no rent for their occupation but they are entitled to compensation for the termination of their licence, which will be paid to them.

ES has recently met Bruce Buck, CFC Chair. CFC Ladies and possibly some Academy teams will ground share with AFCW from next year, and they want to do some improvements (such as unisex improvements to changing rooms) which we are happy with. It is unlikely they would want to install a new pitch during the ground share as they will only be our tenants until completion of the sale of KM.

There being no further questions, MB thanked all concerned for their participation. The next SGM will be in March 2017 to include the updated fans stadium presentation promised by AW.

The meeting closed at 9.52 pm.