



Board Meeting Minutes

7.00 pm, 18th June 2019

Venue: Boardroom, DHFC

Attending: Alex Atack (AA) (Chair), Duncan Chapman (DC), Mel Hughes (MH), Alex de Jongh (Adj), Alex Smith (AS), Michelle Chapman (MC), Mark McGann (MM), Nick Pittaway (NP), Mark Scoltock (MS), Philip Mitchell (PM) (secretary)

1. Apologies for absence

Received from Liam Ball (LB), Paul Griffin (PG) and Dom Smith (DS).

2. Minutes of previous Board meeting

The minutes of the meeting held on 21st May 2019 were agreed.

3. Actions arising from previous minutes (where not covered under headings below)

3.1 Graphical representation of Trust's achievements

MC confirmed that this can be produced in time for the AGM. She will produce the first draft within a week.

Action **CONTINUES**. (*Action carried forward from Action 3.1.1 of 21 May minutes*)

ACTION 3.1.1 - MC will work on representation of our achievements in the graphical form proposed by Pete Wright, and propose new content to the Board in time for AGM.

3.2 Anti-homophobia banner

Action **CONTINUES**. (*Action carried forward from Action 3.2.1 of 21 May minutes*)

ACTION 3.2.1 - MS to arrange anti-homophobia banner

3.3 New stationery

New membership forms and cards are required. MS will produce when DC has given him the necessary information.

Action **CONTINUES.** (*Action carried forward from Action 16.1.1 of 21 May minutes*)

ACTION 3.3.1 - MS to produce new stationery

3.4 Proposal for match with Renaissance FC

Action **CLOSED.** (*Action 16.3.1 of 21 May minutes*)

4. AGM and Election Schedule and Arrangements

4.1 Trust AGM 2019

AGM information has been published.

Action **CLOSED.** (*Action 4.1.1 of 21 May minutes*)

The following people will cover the issues on the AGM agenda:

1. Apologies - PM
2. Minutes of Last Meeting - PM
3. Chair's Report - DC
4. Treasurer's Report - LB
5. Secretary's Report - PM
6. Q&A - DC
7. Resolutions - PM
8. Election - PM

4.2 Trust Election 2019

Election information has been published. The results will be announced at the AGM.

5. Relationship with Club

5.1 Shares in Club

We have still not received share certificates covering our existing investment. We also need to determine the date at which each of our various tranches of shares should be seen as formally issued.

It would be very helpful if we had more information in time for the AGM.

Action **CONTINUES.** (*Action 5.1.1 of 21 May minutes*)

ACTION 5.1.1 - AdJ to chase progress re formalisation of current position.

The Board has invested £40K in Club shares.

Action **CLOSED.** (*Action 5.1.2 of 21 May minutes*)

5.2 Seats on Club Board

We have told the Club that we nominate DC to be a Club Board member.

Action **CLOSED.** (*Action 5.2.1 of 21 May minutes*)

After the AGM we will either confirm DC as one of our two nominees (in which case he will step down as Trust co-Chair), or he will step down from the Club Board and we will name two new nominees.

ACTION 5.2.1 - PM to ensure that we revisit nominations to Club Board after the AGM.

6. Membership Engagement Update

6.1 Membership Review

6.1.1 Technology refresh

The Board confirmed the decision to appoint Arec Koundarjian as an advisor and ask him to progress technology refresh re membership response emails, merchandise and coach booking. We will require Acceptance Testing before go-live.

Action **CONTINUES.** (*Action 6.1.1.1 of 21 May minutes*)

ACTION 6.1.1.1 - MH to brief & manage Arc

6.1.2 Membership renewals

Numbers have dropped below 600. We need to prompt lapsed members to renew. NP will organise this, but will need help from other Board members.

Action **CONTINUES.** (*Action 6.1.2.1 of 21 May minutes*)

ACTION 6.1.2.1 - NP to arrange prompting of lapsed members

6.2 Coaches

AS has produced a proposal of which matches we should serve with coaches in the 19/20 season. This will be finalised when the fixtures are announced.

Action **CONTINUES.** (*Action amended from Action 6.2.1 of 21 May minutes.*)

ACTION 6.2.1 - AS to plan 19/20 coaches before season, seeking competing quotations

DC will recoup money owed by Club.

Action **CONTINUES.** (*Action amended from Action 6.2.2 of 21 May minutes.*)

ACTION 6.2.2 - DC to recoup Club contribution to subsidised 18/19 coaches

6.3 Activities At Home Matches

Nothing to report. (This item will be folded into the Community sub-group in future meetings.)

6.4 Community sub-group

(The sub-group had submitted a report in accordance with the Board's new reporting policy.)

6.4.1 Community sub-group meetings

Sub-group meetings are under way.

Action **CLOSED.** (*Action 6.4.1.1 of 21 May minutes*)

6.4.2 Community sub-group liaison with Club

AS will work with Rob Hyneman to ensure co-ordinated activities in the 19/20 season. She will agree with RH a standard response to the requests we receive for raffle prizes and the like.

Action **CONTINUES.** (*Action carried forward from Action 6.4.2.1 of 21 May minutes.*)

ACTION 6.4.2.1 - AS to co-ordinate community plans with RH

6.4.3 FSA Jacqui Forster award

The new-formed FSA (FSF plus SD) is seeking nominations for the Jacqui Forster award. The Board agreed to nominate two people.

ACTION 6.4.3.1 - AS to submit nominations

6.4.4 Budget for Community initiatives

The Board agreed to allocate an overall budget to avoid the sub-group having to request small amounts repeatedly.

ACTION 6.4.4.1 - AS to propose a budget for community initiatives

7. Finance update

(The Treasurer had submitted a report in accordance with the Board's new reporting policy.)

7.1 100 Club

Stronger marketing of the 100 Club has begun. The use of 100 Club funds in investment makes it important to increase income in order to replenish our resources. The action below is retained to ensure continued monitoring.

Action **CONTINUES.** (*Action carried forward from Action 7.1.2 of 21 May minutes.*)

ACTION 7.1.1 - PM to ensure that 100 Club membership is better marketed to fans

PG is working the close down of the 1893 lottery, and will attempt to persuade members to transfer to the 100 Club. The Board is keen to speed the closedown and to convert as many 1893 members as possible into 100 Club members.

Action **CONTINUES.** *(Action carried forward from Action 7.1.3 of 21 May minutes.)*

ACTION 7.1.2 - PG to close down 1893 lottery and market 100 Club to members.

ACTION 7.1.3 - PM to offer help to PG re 1893 close down on behalf of other Board members

We need new GDPR wording for the 100 Club forms. This can be based on wording produced in 2018. PG has taken on this action from NP.

Action **CONTINUES.** *(Action carried forward from Action 16.2.1 of 21 May minutes.)*

ACTION 7.1.4 - PG to produce revised 100 Club wording

7.2 SD review of DHFC's finances

The action below continues. We may decide to switch to using SD on planning or investment issues.

Action **CONTINUES.** *(Action carried forward from Action 7.2.1 of 21 May minutes.)*

ACTION 7.2.1 - AA/DC to advise on brief and timing for remainder of SD work

7.3 New Treasurer

Action **CLOSED.** *(Action 7.3.1 of 21 May minutes)*

7.4 Tax return

Adj and LB are in discussion with an external advisor as agreed.

Action **CONTINUES.** *(Action carried forward from Action 7.241 of 21 May minutes.)*

ACTION 7.4.1 - Adj/LB to finalise approach

7.5 2018 Accounts

These have been prepared by LB and an external accountant, and signed by DC and PM.

7.6 Payment system for Trust shop

The Board agreed to adopt an iZettle proposal from LB.

ACTION 7.6.1 - LB to implement iZettle proposal

8. Communications & website update

8.1 Access to Club website

Action **CONTINUES.** *(Action carried forward from Action 8.1.1 of 21 May minutes.)*

ACTION 8.1.1 - MS to arrange access to Club website

8.2 Updating Trust website

Action **CONTINUES.** *(Action carried forward from Action 8.2.1 of 21 May minutes.)*

ACTION 8.2.1 - MS to ensure Trust website is up to date

9. Merchandising update

(The sub-group had submitted a report in accordance with the Board's new reporting policy.)

9.1 Next season's shirts

Action **CONTINUES.** *(Action amended from Action 9.1.1 of 21 May minutes.)*

ACTION 9.1.1 - MH to conclude discussions with Club about next season's shirts

9.2 Licence

DHST and DHFC have discussed the replacement of the current merchandise MoU (under which the club licenses DHST to design and sell DHFC-branded merchandise) with a licence agreement. The club will prepare a draft in due course - discussions continue.

Action **CONTINUES.** *(Action carried forward from Action 9.2.1 of 21 May minutes.)*

ACTION 9.2.1 - MH to progress discussions on licence re merchandise with Club

10. Volunteering update

No update at this meeting.

11. Progress against DHST Objectives

11.1 Results of Vision and Objectives session

No update at this meeting.

12. Review of DHST Constitution & Rules

12.1 Diversity Statement

The action below is carried forward until the revised Constitution is agreed.

Action **CONTINUES**. (*Action carried forward from Action 11.1.1 of 21 May minutes.*)

ACTION 12.1.1 - PM to incorporate new Diversity Statement in Constitution when revision is implemented

12.2 Governance vs Operational Roles

PM has produced a proposal on how sub-group business could be handled better at and outside Board meetings. The proposal was adopted, and was followed this month by several sub-groups.

Action **CONTINUES**. (*Action amended from Action 12.2.1 of 21 May minutes.*)

ACTION 12.2.1 - PM to complete embedding sub-group proposal in Board practices

12.3 Consideration of Constitution review

The proposal for constitutional change has been agreed, subject to advice from SD. We expect to arrange a Special General Meeting in the autumn to consider the adoption of the newer model. Initial advice has been received from SD, and needs further consideration.

Action **CONTINUES**. (*Action carried forward from Action 12.3.1 of 21 May minutes.*)

ACTION 12.3.1 - PM & AdJ to progress constitutional change

13. Behaviour at Matches

Action **CONTINUES**. (*Action amended from Action 13.1 of 21 May minutes.*)

ACTION 13.1 - MC to pursue White Ribbon proposal with the Club

ACTION 13.2 - MC to suggest to the Club that fans should be able to report problems during a match by text to a steward

14. Relationships with fan organisations

ACTION 14.1 - DC to write to the Bath City Trust in support of their planning application

15. Any Other Business

15.1 Sponsorship 2019/2020

The Board agreed to sponsor one player and one match, but will not take any slots if all can be sold externally.

15.2 Conflicts of Interest

ACTION 15.2.1 - PM to add to the standard agenda the requirement for Board members to disclose at the start of each meeting any conflicts of interest in respect of the items for discussion.

Date of Next Meeting: (provisionally) 24th July 2019 (Champion Hill Board Room)

Meeting closed at 21:45
