



Board Meeting Minutes

7.00 pm, 27th November 2019

Venue: Boardroom, DHFC

Attending: Mark Scoltock (MS), Mel Hughes (MH), Alex de Jongh (AdJ) (Chair), Michelle Chapman (MC), Mark McGann (MM), Liam Ball (LB), Alec Koundarjian (AK), Nick Pittaway (NP), Philip Mitchell (PM) (secretary)

1. Apologies for absence

Received from Duncan Chapman (DC), Paul Griffin (PG), Alex Smith (AS)

2. Minutes of previous Board meetings

The minutes of the meetings of 17th September 2019 and 15th October 2019 were agreed.

3. Conflicts of Interest

None were recorded.

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

4.1 Anti-homophobia banner

Banner has been produced and installed.

Action **CLOSED**. (*Action 4.1.1 of 15th October minutes*)

4.2 Membership cards

Welcome letter produced and posted.

Actions **CLOSED**. (*Actions 4.2.1 & 4.2.2 of 15th October minutes*)

5. Positions on the Board

5.1 Confirmation of Roles

Action **CONTINUES.** *(Action carried forward from Action 5.1 of 15th October minutes)*

ACTION 5.1.1 - MS/Adj to email all position holders to record their appointments.

All concerned will respond to the above email when received.

Action **CONTINUES.** *(Action carried forward from Action 5.2 of 15th October minutes)*

ACTION 5.1.2 - All board members to confirm that they are aware of their new roles and are happy with what is required.

5.2 Co-Option

PM confirmed that we are now able to co-opt one more member on to the Board.

Action **CLOSED.** *(Action 5.3 of 15th October minutes.)*

The Board agreed to invite Pete Wright to join the Board as a co-opted member, with the intention of agreeing a specific project for him to carry out.

ACTION 5.2.1- MS/NP to invite Pete Wright to join the Board, and to agree a project for him

6. Relationship with Club

6.1 Shares in Club

Action **CONTINUES.** *(Action carried forward from Action 6.1.1 of 15th October minutes)*

ACTION 6.1.1- Adj to write article for Trust website explaining what we have invested over the last period and why.

Action **CONTINUES.** *(Action carried forward from Action 6.1.2 of 15th October minutes)*

ACTION 6.1.2 - Adj to raise DHFC Limited shareholders' agreement with BC.

MH has spoken to Bath City representatives about fund raising. They are happy to talk further when we play them in February.

Action **CLOSED.** (*Action 6.1.3 of 15th October minutes*)

We will also seek advice on fundraising methods from the Football Supporters' Association.

Action **CONTINUES.** (*Action carried forward from Action 6.1.4 of 15th October minutes*)

ACTION 6.1.3 - AdJ to recontact FSA to seek advice on fundraising options.

Action to influence changes expected in the Club's articles continues.

Action **CONTINUES.** (*Action carried forward from Action 6.1.5 of 15th October minutes*)

ACTION 6.1.4 - DC to continue discussions about shareholding pre-emption agreement.

6.2 Club/Trust Communications

Action **CONTINUES.** (*Action carried forward from Action 6.3.1 of 15th October minutes*)

ACTION 6.2.1 - DC/AdJ to arrange meeting to discuss improved Club/Trust communication.

AdJ is developing a list of issues for discussion with BC.

Action **CONTINUES.** (*Action amended from Action 6.3.2 of 15th October minutes*)

ACTION 6.2.2- AdJ will maintain an issues tracking sheet for ongoing discussion with BC.

6.3 Seats on Club Board

A second seat on the Club's Board remains on offer to the Trust, but the lack of information about obligations and liabilities means that it was agreed to defer a decision on taking up that seat.

Action **CONTINUES.** (*Action carried forward from Actions 6.4.1 of 15th October minutes*)

ACTION 6.3.1 - MH to consider whether to join Club Board

Actions **CONTINUE.** (*Actions carried forward from Actions 6.4.2 & 6.4.3 of 15th October minutes*)

ACTION 6.3.2 - DC to continue discussions about protocols governing Trust Board nominee directors

ACTION 6.3.3 - DC to pursue question of who the Directors of the Club are, and whether this is consistent with those registered at Companies House.

Taking on the DHFC Governance brief is one of the Trust's Objectives, and it appears that the Club might benefit from assistance in this area.

ACTION 6.3.4 - AdJ to suggest to BC that the Trust take on the DHFC Governance brief.

6.4 Planning Issues

No update.

6.5 Women's Team

MH is in contact with the Women's Team. We agreed to invite them to a Board meeting to discuss how we can help them.

Action **CONTINUES.** *(Action amended from Action 6.6.1 of 15th October minutes)*

ACTION 6.5.1- MH to invite a Women's Team representative to attend (part of) a Board meeting in early 2020.

The Board agreed to donate the profit from the year's calendar to the fund set up for the family of Farouk (the late coach of the Women's team). We will pay £400 now based on anticipated profits.

ACTION 6.5.2- LB to make payment to Farouk fund.

7. Membership Engagement Update

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

7.1 Membership Review

NP and AK have identified lapsed members - there are about 230. AK will contact them - other Board members will check the list when made available.

Action **CONTINUES.** *(Action amended from Action 7.1.1 of 15th October minutes)*

ACTION 7.1.1 - AK to email lapsed members encouraging them to rejoin

MH has looked at membership fees and options used by other Trusts. Charges for adult membership range from £5/year to £20/year (with a few higher), putting DHST around the average. More expensive Trusts often include other benefits with membership, and may have family and lifetime options.

Action **CLOSED.** (*Action 7.1.2 of 15th October minutes*)

AK has carried out analysis of joining patterns.

We have around 600 members. We get approximately 30 new joiners per quarter, with spikes at key moments (eviction, Carlisle). About 20% of people donate extra money when they join. Most joiners join via the website.

The system we currently use for membership is not suitably supported and has significant disadvantages. AK has identified a candidate replacement system - we need to consider whether and how to move to this system.

ACTION 7.1.2 - AK will to write a note proposing system change

AK is also considering how working together with the Club might allow us to offer Trust membership to people buying tickets for games. As well as being generally a good idea, this would allow us to inform the considerable body of people who attend games but know nothing of the Trust. With this in mind ...

ACTION 7.1.3 - MC will review the text which explains to people why they should join the Trust

Discussion of whether the Trust should aim for a lower cost, higher numbers membership model than at present was deferred.

Action **CONTINUES.** (*Action carried forward from Action 7.1.3 of 15th October minutes*)

ACTION 7.1.4 - AK will email a note proposing the benefits of the mass membership model for Board consideration

AK has taken over membership administration from NP.

Action **CLOSED.** (*Action 7.1.4 of 15th October minutes*)

The question of whether we should move to season-based membership was deferred until a decision about a new system has been made and implemented.

Action **CONTINUES.** (*Action amended from Action 7.1.5 of 15th October minutes*)

ACTION 7.1.5 - PM to ensure that renewal timing is discussed at a future meeting.

7.2 Coaches

Money owed by Club for coaches has been recovered by offsetting it against other debts.

Action **CLOSED.** *(Action carried forward from Action 7.2.1 of 15th October minutes.)*

Our experience with coaches, where extensive marketing has produced little interest re most games, suggests that we will not run many coaches in the future. We will, though, canvas for interest in coaches to the Weymouth game (given the distance and slow trains), and the Hampton & Richmond game (as a train strike is currently scheduled).

Action **CONTINUES.** *(Action carried forward from Action 7.2.3 of 15th October minutes.)*

ACTION 7.2.1 - PM to ensure that the the viability of running coaches is discussed at a future meeting.

If we do decide to continue to run coaches, we will return to the question of Board member obligations.

Action **CONTINUES.** *(Action carried forward from Action 7.2.2 of 15th October minutes.)*

ACTION 7.2.2 - PM to ensure that the topic of Board members on coaches is discussed at a future meeting.

7.3 Community sub-group

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

7.3.1 Community sub-group liaison with Club

The Trust has been contacted re the Disability Inclusion Project. AdJ will forward the email to MC.

Action **CONTINUES.** *(Action carried forward from Action 4.4.1 of 15th October minutes)*

ACTION 7.3.1 - MC to raise Disability Inclusion Project with RH.

MM continues to build our relationship with LinkAge.

Actions **CONTINUE.** *(Actions carried forward from Actions 7.3.3 & 7.3.4 of 15th October minutes)*

ACTION 7.3.2 - MM to arrange access to bar during the day once per week for LinkAge.

ACTION 7.3.3 - MM to liaise with RH to arrange for a LinkAge presence at a game this season.

The Board agreed in principle to contribute to a trial of recyclable beer mugs, subject to details being agreed.

ACTION 7.3.4 - MC to progress details of beer mug trial with Club.

7.4 Xmas party

The Xmas Party will be on 14th December.

Action **CONTINUES.** *(Action amended from Action 7.4.1 of 15th October minutes.)*

ACTION 7.4.1 - MH to send email to Board members about Xmas party plans & publicise the event.

7.5 Fundraising event

Action **CONTINUES.** *(Action carried forward from Action 4.5.1 of 15th October minutes)*

ACTION 7.5.1 - AS to pursue fundraising event to be held in DHFC bar.

8. Finance update

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

8.1 100 Club

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

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 8.1.1 of 15th October minutes.)*

ACTION 8.1.1 - PM to ensure that 100 Club membership is better marketed to fans

Work on closing down the 1893 lottery and converting members to the 100 Club continues.

Action **CONTINUES.** *(Action carried forward from Action 8.1.2 of 15th October minutes.)*

ACTION 8.1.2 - PG to complete close down 1893 lottery and marketing of 100 Club to members.

PM & MS have begun tweeting results of 100 Club draws.

Action **CLOSED**. (*Action 8.1.3 of 15th October minutes.*)

PM and AK will explore feasibility of setting up electronic Direct Debit for the 100 Club. AK has produced a version of the PDF Standing Order form which can be completed on line and printed

Action **CONTINUES**. (*Action carried forward from Action 8.1.4 of 15th October minutes.*)

ACTION 8.1.3 - PM and AK to explore feasibility of setting up electronic Direct Debit for the 100 Club.

The Board agreed that we will not include an invitation to join the 100 Club on the Trust web sign up form.

PM is in process of renewing Lottery Licence. LB will pay the fee.

ACTION 8.1.4 - PM/LB to renew Lottery Licence.

PM and LB were authorised to submit annual Lottery return after the December draw.

ACTION 8.1.5 - PM/LB will submit annual Lottery return to Council.

8.2 Potential liabilities

Adj and LB have submitted necessary information - reply awaited.

Action **CONTINUES**. (*Action amended from Action 8.2.1 of 15th October minutes.*)

ACTION 8.2.1 - Adj/LB to complete liabilities process

9. Merchandising update

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

Baby product photos have been taken.

Action **CLOSED**. (*Action 9.1.2 of 15th October minutes*)

Merchandise licensing rights are yet to be resolved.

Action **CONTINUES.** *(Action carried forward from Action 9.1.2 of 15th October minutes)*

ACTION 9.1 - Adj to progress discussions on licence re merchandise with the Club.

Online shop management remains under discussion.

Action **CONTINUES.** *(Action carried forward from Action 9.1.3 of 15th October minutes)*

ACTION 9.2 - AK/MH/LB to discuss moving management of online shop from Purple to iZettle or another supplier.

Calendar is completed and available.

Action **CLOSED.** *(Action 9.1.4 of 15th October minutes)*

10. Communications & website update

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

Action **CONTINUES.** *(Action carried forward from Action 10.1.1 of 15th October minutes)*

ACTION 10.1 - MS to pass on details of out-of-date Trust website pages to Board members.

MC will ask selected supporters to examine the website and let us know of weaknesses.

ACTION 10.2 - MC to encourage fans to assess website.

MM will take over writing articles for SE22 magazine.

ACTION 10.3 - MS to pass on SE22 details to MM.

11. IT update

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

IT support for membership and the 100 Club is covered under those topics.

12. Volunteering update

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

We will produce text to encourage more people to volunteer, stressing (since some people are not aware of this) that Board members are volunteers.

ACTION 12.1 - MC will produce words to attract volunteers

13. Progress against DHST Objectives

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

Action **CONTINUES.** *(Action carried forward from Action 13.1 of 15th October minutes)*

ACTION 13.1 - PM to send a note proposing how we can make progress against current Objectives.

All will reply to Slack poll re date of Objectives review session.

Action **CONTINUES.** *(Action amended from Action 13.2 of 15th October minutes)*

ACTION 13.2 - PM to arrange annual Objectives review session.

14. Review of DHST Constitution & Rules

14.1 Diversity Statement

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

Action **CONTINUES.** *(Action carried forward from Action 14.1.1 of 15th October minutes.)*

ACTION 14.1.1 - PM to incorporate new Diversity Statement in Constitution when revision is implemented

14.2 Constitutional Change

We have agreed that we would like to move to a Constitution based on the current FSA version, but we doubt that we can secure the necessary number of voters in favour, even using proxies. PM and Adj have agreed that we can achieve what we seek without changing the clauses which require high attendance. PM will draft a new Constitution for Board approval and also seek FSA approval. We will then arrange a Special General Meeting, at which the new Constitution will be put to the membership. A quorum of 20 will be required.

Action **CONTINUES.** *(Action carried forward from Action 14.2.1 of 15th October minutes.)*

ACTION 14.2.1 - PM & Adj to progress constitutional change

15. Behaviour at Matches

MC has opened discussions with the Club about possible support for the White Ribbon initiative, which works to prevent violence by men against women.

Action **CONTINUES**. (*Action carried forward from Action 14.1 of 15th October minutes.*)

ACTION 15.1 - MC to pursue White Ribbon proposal with the Club

16 Relationships with fan organisations

16.1 FSA Non-League Group

Andy Walsh of the FSA plans to visit the Trust on the evening of December 17th (either before our next Board meeting, or before a game if one is arranged).

16.2 FSA Awards Meeting

DHFC has been nominated for a Community award. The (panel) decision is to be announced at the FSA awards meeting during December. Rob Hyneman will represent the Club, and the second slot available may be offered to the Trust. MH is handling.

17. Any Other Business

17.1 Amateur Cup Final Medal

A 1919-1920 Amateur Cup winners medal is for sale in an auction on November 29th. The Board agreed that the Trust should try to acquire the medal, and authorised PM to bid up to an agreed level of £419.

ACTION 17.1.1 - PM to bid for medal

17.2 Megacontainer welding

We plan to arrange minor welding work on the Megacontainer, so that the door can be fixed in place when open.

ACTION 17.2.1 - MH to arrange megacontainer welding

17.3 Scarves for Kings College Hospital

Representatives of the Club will make a Christmas visit to children in the hospital. The Board agreed to a request from the Club to supply scarves at cost for donation to the children. MH will handle this.

Date of Next Meeting: currently scheduled for **17th December 2019, 19:00 (Champion Hill Board Room)**, but the meeting may have to be rearranged, as it is possible that the Club will arrange a home match on that date.

Meeting closed at 22:13
