



Board Meeting Minutes

7.00 pm, 18th February 2020

Venue: Boardroom, DHFC

Attending: Mark Scoltock (MS) (Chair), Mel Hughes (MH), Alex de Jongh (AdJ), Michelle Chapman (MC), Mark McGann (MM), Peter Wright (PW), Philip Mitchell (PM) (secretary)

1. Apologies for absence

Received from Liam Ball (LB), Nick Pittaway (NP), Paul Griffin (PG) Alec Koundarjian (AK), Alex Smith (AS), Duncan Chapman (DC)

2. Minutes of previous Board meetings

The minutes of the meeting of 14th January 2020 were agreed.

3. Conflicts of Interest

None were recorded.

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

None.

5. Positions on the Board

5.1 Confirmation of Roles

AdJ has emailed all position holders recording their appointments.

Action **CLOSED**. (*Action 5.1.1 of 14th January minutes.*)

Confirmation of acceptance of roles has been received from MS, MH, AdJ, MC, MM, PW and PM. Remaining board members should also email confirmation.

Action **CONTINUES**. (*Action amended from Action 5.1.2 of 14th January minutes*)

ACTION 5.1.1 - Remaining board members (PG, LB, NP, DC, AK, AS) to confirm that they are aware of their new roles and are happy with what is required.

5.2 Co-Option

MS has invited PW to join the Board as a co-optee. He will take on a specific role covering ways of raising funds.

Action **CLOSED**. (*Action 5.2.1 of 14th January minutes.*)

PM has added PW to the mailing list and Board meeting invitations.

Action **CLOSED**. (*Action 5.2.2 of 14th January minutes.*)

6. Relationship with Club

6.1 Shares in Club

Action **CONTINUES**. (*Action carried forward from Action 6.1.1 of 14th January minutes*)

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

Several previous actions have been closed as their content has been consolidated under a list for discussion with BC (see Action 6.2.1 below).

Raising the DHFC shareholders' agreement is now handled under 6.2.1.

Action **CLOSED**. (*Action 6.1.2 of 14th January minutes.*)

AdJ has had some discussions about fund raising methods. PW will now take this on.

Action **CONTINUES**. (*Action reallocated from Action 6.1.3 of 14th January minutes*)

ACTION 6.1.2 - PW to recontact FSA to seek advice on fundraising options.

Shareholding pre-emption arrangements are now handled under 6.2.1.

Action **CLOSED.** (*Action 6.1.4 of 14th January minutes.*)

We have established contact with Bath City Trust representatives in order to take advantage of their experience re fundraising methods and ownership models. We will pursue the discussion when DHFC play Bath in late February.

Action **CONTINUES.** (*Action carried forward from Action 6.1.5 of 14th January minutes*)

ACTION 6.1.3 - PW/MH/NP to discuss fundraising methods and ownership models with Bath City Trust representatives.

6.2 Club/Trust Communications

Regular Trust/Club meetings to improve communications are now handled under 6.2.1.

Action **CLOSED.** (*Action 6.2.1 of 14th January minutes.*)

Adj has now created an Issues Tracking Sheet, and will send it to, and discuss it with, BC.

Action **CONTINUES.** (*Action amended from Action 6.2.2 of 14th January minutes*)

ACTION 6.2.1- Adj will maintain an issues tracking sheet for ongoing discussion with BC.

6.3 Seats on Club Board

We are still awaiting confirmation of the position re nomination by the Trust of members of the Club's Board.

Action **CONTINUES.** (*Action amended from Actions 6.3.1 of 14th January minutes*)

ACTION 6.3.1 - Trust nominations to the Club Board to be discussed further

Protocols governing Trust-nominated directors on the DHFC Board are now handled under 6.2.1.

Action **CLOSED.** (*Action 6.3.2 of 14th January minutes.*)

Questions about Directors of the Club and Companies House records are now handled under 6.2.1.

Action **CLOSED**. (*Action 6.3.3 of 14th January minutes.*)

The possibility of a Trust-nominated director taking the governance brief for the Club is now handled under 6.2.1.

Action **CLOSED**. (*Action 6.3.4 of 14th January minutes.*)

6.4 Planning Issues

Adj provided an update on the position re Meadow's planning application. The action below is carried forward - progress over the next period is vital.

Action **CONTINUES**. (*Action carried forward from Action 6.4.1 of 14th January minutes*)

ACTION 6.4.1 - Adj to ask BC how the Trust can help to progress the planning issue.

6.5 Women's Team

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

MH is in discussion with the women's team. Inviting them to a Board meeting has been deferred because of current issues re the position of the Women's team.

Action **CONTINUES**. (*Action carried forward from Action 6.5.1 of 14th January minutes*)

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

We are still trying to arrange an article about IWD.

Action **CONTINUES**. (*Action amended from Action 6.5.2 of 14th January minutes*)

ACTION 6.5.2- MH to progress the idea of publishing an article about IWD.

We will try to arrange some form of Trust representation at the Girls United tournament at Allyn's.

ACTION 6.5.3- MH to arrange representation at the Girls United tournament.

7. Membership Engagement Update

7.1 Membership Review

Action **CONTINUES.** *(Action carried forward from Action 7.1.1 of 14th January minutes)*

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

Action **CONTINUES.** *(Action carried forward from Action 7.1.2 of 14th January minutes)*

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

MC has written text explaining why people should join and assist the Trust. We will use this following the incorporation of comments and amendments from other Board members.

Action **CONTINUES.** *(Action carried forward from Action 7.1.3 of 14th January minutes)*

ACTION 7.1.3 - All to comment on MC's note and suggest amendments (if any)

Action **CONTINUES.** *(Action carried forward from Action 7.1.4 of 14th January minutes)*

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

Action **CONTINUES.** *(Action amended from Action 7.1.5 of 14th January minutes)*

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

7.2 Coaches

The Trust will run a coach to the game at Bath City.

We will discuss our approach to coaches at a meeting around the end of the season.

Action **CONTINUES.** *(Action amended from Action 7.2.1 of 14th January minutes.)*

ACTION 7.2.1 - PM to ensure that the viability of running coaches is discussed at a meeting in time for next season

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

AdJ has sent an email about Disability Inclusion to MC.

Action **CONTINUES.** *(Action amended from Action 7.3.1 of 14th January minutes)*

ACTION 7.3.1 - MC to discuss Disability Inclusion Initiative with RH & check whether DHST can do anything to assist.

A Sunday match is the most likely opportunity for a LinkAge trip to the ground.

Action **CONTINUES.** *(Action carried forward from Action 7.3.2 of 14th January minutes)*

ACTION 7.3.2 - MM to liaise with RH to arrange for a LinkAge presence at a game this season.

MC has discussed sustainable bar materials with the Club and Plastics-Free East Dulwich. The intention is to proceed using an approach similar to that at Forest Green Rovers. We may visit FGR to learn more.

Action **CONTINUES.** *(Action amended from Action 7.3.3 of 14th January minutes)*

ACTION 7.3.3 - MC to progress sustainable bar materials initiative.

The Community schedule for the remainder of the season has been passed on.

Action **CLOSED.** *(Action 7.3.4 of 14th January minutes.)*

7.4 Fundraising event

A date of 27th February has been confirmed for a fundraising event.

Action **CONTINUES.** *(Action reallocated from Action 7.5.1 of 14th January minutes)*

ACTION 7.5.1 - MH to arrange fundraising event to be held in DHFC bar on 27th Feb.

MH has found a Quiz Master.

Action **CLOSED.** *(Action 7.5.2 of 14th January minutes.)*

8. Finance update

8.1.1 Finance Overview

We are about to file our annual tax return.

It would be useful to have a model of the Trust's annual income and expenditure.

ACTION 8.1.1 - AdJ to ask LB to produce financial model of Trust's year

8.2 100 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 14th January minutes.)*

ACTION 8.2.1 - PM to ensure that 100 Club membership is better marketed to fans

Action **CONTINUES.** *(Action carried forward from Action 8.1.2 of 14th January minutes.)*

ACTION 8.2.2 - PM and AK to explore feasibility of setting up electronic Direct Debit for the 100 Club.

8.3 Potential liabilities

AdJ and LB have submitted necessary information. The reply appears largely to agree with our calculations. We have accepted the proposed treatment of most items.

Action **CONTINUES.** *(Action carried forward from Action 8.2.1 of 14th January minutes.)*

ACTION 8.3.1 - AdJ/LB to complete liabilities process

9. Merchandising update

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

Merchandise licensing rights have been raised with the Club. No further action for the moment.

Action **CLOSED**. (*Action 9.1 of 14th January minutes.*)

AK/MH/LB have set up the new online shop.

Action **CLOSED**. (*Action 9.2 of 14th January minutes.*)

Tags attached to scarves and other merchandise could provide a good form of advertising for Trust membership.

ACTION 9.1 - MH to investigate adding promotional tags to merchandise

Mac & Miller have offered us the opportunity to buy some excess DHFC-related stock from them. The Board decided to decline the offer, but agreed to sell bar scarves to Mac & Miller.

ACTION 9.2 - MH to sell scarves to Mac & Miller

The Board agreed to buy a dot matrix display for use in the Megacontainer.

Action **CONTINUES**. (*Action amended from Action 17.2.1 of 14th January minutes*)

ACTION 9.3 - PM to buy dot matrix display and arrange installation

10. Communications & website update

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

Action **CONTINUES**. (*Action amended and reallocated from Action 10.1 of 14th January minutes*)

ACTION 10.1 - All subgroups to update out-of-date Trust website pages

MS has passed SE22 details to MM.

Action **CLOSED**. (*Action 10.2 of 14th January minutes.*)

11. IT update

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

Nothing further to report.

12. Volunteering update

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

Nothing further to report.

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 14th January minutes)*

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

PM will arrange an Objectives review session. This will be deferred into April since we may know more about the Club's future by then.

Action **CONTINUES.** *(Action carried forward from Action 13.2 of 14th January minutes)*

ACTION 13.2 - PM to arrange annual Objectives review session.

14. Review of DHST Constitution & Rules

14.1 Constitutional Change

PM has drafted a new Constitution for Board approval, after which he will 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 14th January minutes.)*

ACTION 14.1.1 - AdJ to comment on new draft Constitution

Action **CONTINUES.** *(Action carried forward from Action 14.2.2 of 14th January minutes.)*

ACTION 14.1.2 - PM to submit new draft Constitution to all Board members for comment

15. Behaviour at Matches

MC is progressing the White Ribbon proposal with the Club via RH & GR. All concerned have expressed support, but no action yet.

Action **CONTINUES.** *(Action carried forward from Action 15.1 of 14th January minutes.)*

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

16 Relationships with fan organisations

16.1 FSA Non-League Group

Nothing to report.

16.2 FSA Southern Region Group

We have agreed with the FSA Southern Region Group (after discussion with the Club) that they can meet in the bar on the afternoon of March 1st. MH and PW will provisionally represent DHST at the meeting. (We need to be represented, so if neither can attend another Board member will have to step in.)

Action **CONTINUES.** *(Action amended from Action 16.3.1 of 14th January minutes.)*

ACTION 16.2.1 - MH/PW to represent DHST at FSA Southern meeting

17. DHST Election 2020

17.1 DHST Election

The next DHST Board election will be held in the summer. We need both to plan the process and to encourage people to put themselves forward for election.

Action **CONTINUES.** *(Action amended from Action 17.1.1 of 14th January minutes.)*

ACTION 17.1.1 - PM to issue note showing plan of the election process

Action **CONTINUES.** *(Action carried forward from Action 17.1.2 of 14th January minutes.)*

ACTION 17.1.2 - All Board members to encourage Trust members to stand for election to the Board

18. Any Other Business

18.1 Goose Green Festival

We have been invited to take a stall at the Goose Green Festival, which is scheduled for May 10th. This is not a convenient date, but we want to be there, so we will accept the invitation and work out later who will represent us.

ACTION 18.1.1 - MH to accept invitation to Goose Green Festival

ACTION 18.1.2 - All Board members to check availability for May 10th

18.2 Possible Investment opportunity

It is possible that the Trust may at some point be presented with another opportunity to invest in the Club in return for shares. The Board agreed that if this were to happen we would want to accept the opportunity, subject to having funds available and to confirmation of the terms and the Club's position. If funds were an obstacle, we would want at least to maintain our current shareholding percentage.

18.3 Pint of Science

An event in the Pint of Science family will be held at the Club on May 12-13, arranged by PW. MS will run the PA.

ACTION 18.3.1 - PW to arrange and publicise Pint of Science event

18.4 Football Beyond Borders

MH and MS attended the Football Beyond Borders annual showcase on February 12th.

Date of Next Meeting: 17th March 2020, 19:00 (Champion Hill)

Meeting closed at 21:50
