



## **Board Meeting Minutes**

**7.00 pm, 21st April 2020**

**Venue: Online (Zoom)**

**Attending:** Alex de Jongh (AdJ) (Chair), Mark Scoltock (MS), Mel Hughes (MH), Michelle Chapman (MC), Mark McGann (MM), Alex Smith (AS), Duncan Chapman (DC), Liam Ball (LB), Philip Mitchell (PM) (secretary)

### **1. Apologies for absence**

Received from Nick Pittaway (NP), Paul Griffin (PG), Alec Koundarjian (AK), Peter Wright (PW)

### **2. Minutes of previous Board meetings**

The minutes of the meeting of 18th February 2020 had already been agreed and published.

### **3. Conflicts of Interest**

None were recorded.

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

None.

### **5. Coronavirus-related issues**

All issues relating to the current pandemic are covered under the headers below.

### **6. Positions on the Board**

#### **6.1 Confirmation of Roles**

AdJ has emailed all position holders recording their appointments, and board members have confirmed their acceptance of their roles.

Action **CLOSED**. (*Action 5.1.1 of 18th February minutes*)

## **7. Relationship with Club**

### **7.1 Shares in Club**

Action **CONTINUES**. (*Action carried forward from Action 6.1.1 of 18th February minutes*)

**ACTION 7.1.1- 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 18th February minutes*)

**ACTION 7.1.2 - PW to recontact FSA to seek advice on fundraising options.**

Action **CONTINUES**. (*Action carried forward from Action 6.1.3 of 18th February minutes*)

**ACTION 7.1.3 - PW/NP to discuss fundraising methods and ownership models with Bath City Trust representatives.**

The Club's financial situation has been materially affected by the current lockdown, and the Trust may be able to help if required. The Trust Board has indicated to the Club that it could be prepared and able to make further investment in DHFC if we were convinced that this would help the Club to remain solvent and to remain so.

**ACTION 7.1.4 - AdJ to continue discussions about possible investment.**

### **7.2 Club/Trust Communications**

AdJ has now created an Issues Tracking Sheet covering points for discussion with the Club, and has sent it to BC. He will update it and reissue in the light of recent developments.

Action **CONTINUES**. (*Action amended from Action 6.2.1 of 18th February minutes*)

**ACTION 7.2.1- AdJ will update and reissue to Board members issues tracking sheet for ongoing discussion with BC.**

### **7.3 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 18th February minutes)*

#### **ACTION 7.3.1 - Trust nominations to the Club Board to be discussed further**

#### **7.4 Planning Issues**

The meeting to determine Meadow's planning application was to be held on 22nd April, but has been postponed because of the lock down. We do not know how long the postponement will be for, nor whether a virtual meeting will be used. The action below is carried forward in case further action is required.

Action **CONTINUES.** *(Action carried forward from Action 6.4.1 of 18th February minutes)*

#### **ACTION 7.4.1 - AdJ to ask BC how the Trust can help to progress the planning issue.**

#### **7.5 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 is deferred because of the timing of Board meetings. Action dropped for the moment, but we will return to the issue of ensuring adequate contact between the Trust Board and the women's team.

Action **CLOSED.** *(Action 6.5.1 of 18th February minutes)*

MH wrote an article about International Women's Day for the programme notes for a women's team game, but the programme was not published because the game was called off.

Action **CLOSED.** *(Action 6.5.2 of 18th February minutes)*

We did not donate to the Girls United tournament at Alleen's.

Action **CLOSED.** *(Action 6.5.3 of 18th February minutes)*

### **8. Membership Engagement Update**

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

## **8.1 Membership Review**

Action **CONTINUES.** *(Action carried forward from Action 7.1.1 of 18th February minutes)*

### **ACTION 8.1.1 - AK to email lapsed members encouraging them to rejoin**

Action **CONTINUES.** *(Action carried forward from Action 7.1.2 of 18th February minutes)*

### **ACTION 8.1.2 - 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 18th February minutes)*

### **ACTION 8.1.3 - All to comment on MC's note and suggest amendments (if any)**

Action **CONTINUES.** *(Action carried forward from Action 7.1.4 of 18th February minutes)*

### **ACTION 8.1.4 - 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 18th February minutes)*

### **ACTION 8.1.5 - PM to ensure that renewal timing is discussed at a future meeting.**

## **8.2 Coaches**

Action **CONTINUES.** *(Action amended from Action 8.2.1 of 18th February minutes.)*

### **ACTION 8.2.1 - PM to ensure that the viability of running coaches is discussed at a meeting in time for next season**

## **8.3 Community sub-group**

### **8.3.1 Community sub-group liaison with Club**

Action **CONTINUES.** *(Action carried forward from Action 7.3.1 of 18th February minutes)*

### **ACTION 8.3.1 - MC to discuss Disability Inclusion Initiative with RH & check if DHST can assist.**

Action **CONTINUES.** (*Action amended from Action 7.3.2 of 18th February minutes*)

**ACTION 8.3.2 - MM to liaise with RH to arrange for a LinkAge presence at a Sunday game.**

Action **CONTINUES.** (*Action carried forward from Action 7.3.3 of 18th February minutes*)

**ACTION 8.3.3 - MC to progress sustainable bar materials initiative.**

AS will design an online event to entertain our junior members during lockdown and propose it to the Board.

**ACTION 8.3.4 - AS to design online event for junior members.**

AS will consider whether some form of dial in forum allowing fans to ask questions of the Trust and/or the Club would be appropriate.

**ACTION 8.3.5 - AS to consider fans' forum.**

#### **8.4 Fundraising event**

The fundraising event held on 27th February was not a great success.

Action **CLOSED.** (*Action 7.5.1 of 18th February minutes.*)

#### **8.5 Pint of Science**

An event in the Pint of Science family was to be held at the Club on May 12-13, arranged by PW. This has now been postponed to September.

Action **CONTINUES.** (*Action carried forward from Action 18.3.1 of 18th February minutes*)

**ACTION 8.5.1 - PW to arrange and publicise Pint of Science event**

#### **8.6 Goose Green Festival Fair**

Actions related to the Goose Green Festival Fair have been closed, as the event has been cancelled.

Actions **CLOSED.** (*Actions 18.1.1 & 18.1.2 of 18th February minutes.*)

### **9. Finance update**

### **9.1.1 Finance Overview**

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

Action **CONTINUES.** *(Action amended and reallocated from Action 8.1.1 of 18th February minutes)*

#### **ACTION 9.1.1 - LB to produce financial model of Trust's year**

LB will prepare the annual accounts and report. These are normally required by 30th June. The FCA have suggested that in current circumstances they would take no action in the event of a short delay (up to three months).

#### **ACTION 9.1.2 - LB to produce 2019 FY accounts**

### **9.2 100 Club**

Marketing of 100 Club continues.

Action **CLOSED.** *(Action 8.2.1 of 18th February minutes.)*

PM and AK have discussed alternative payment methods for 100 Club contributors. No action for the moment, but we will keep the topic under review.

Action **CONTINUES.** *(Action amended from Action 8.2.2 of 18th February minutes.)*

#### **ACTION 9.2.1 - PM and AK to keep 100 Club payment methods under review.**

### **9.3 Potential liabilities**

We have paid the initially required amount, and await the final determination.

Action **CONTINUES.** *(Action carried forward from Action 8.3.1 of 18th February minutes.)*

#### **ACTION 9.3.1 - Adj/LB to complete liabilities process**

## **10. Merchandising update**

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

Action **CONTINUES.** *(Action carried forward from Action 9.1 of 18th February minutes.)*

## **ACTION 10.1 - MH to investigate adding promotional tags to merchandise**

Action re sales to Mac & Miller is not required in current circumstances.

Action **CLOSED**. (*Action 9.2 of 18th February minutes.*)

Dot matrix display for use in the Megacontainer has been bought and installed, though the timing has turned out to be unfortunate, as the shop has not been open since installation.

Action **CLOSED**. (*Action 9.3 of 18th February minutes.*)

## **11. Communications & website update**

Action **CONTINUES**. (*Action carried forward from Action 10.1 of 18th February minutes*)

### **ACTION 11.1 - All subgroups to update out-of-date Trust website pages**

We will issue a Newsletter in the near future. MS will produce it; all to send copy to him.

### **ACTION 11.2 - All Board members to send Newsletter contributions to MS**

### **ACTION 11.3 - MS to produce and issue Newsletter**

## **12. IT update**

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

Nothing further to report.

## **13. Volunteering update**

Nothing to report.

## **14. Progress against DHST Objectives**

Action re progress against current Objectives is closed as little progress can be made at the moment.

Action **CLOSED**. (*Action 13.1 of 18th February minutes.*)

Action to arrange an Objectives review session is retained, but deferred indefinitely given lockdown.

Action **CONTINUES**. (*Action carried forward from Action 13.2 of 18th February minutes*)

**ACTION 14.1 - PM to arrange annual Objectives review session.**

## **15. Review of DHST Constitution & Rules**

### **15.1 Constitutional Change**

With Board approval, PM submitted a new DHST Constitution draft for comment by the FSA. The response was that the draft is likely to be acceptable; the FSA will make editorial changes and return a clean copy. We will then submit this to DHST members and (if approved) will register it with the FCA. (Prior approval by the FSA should ensure that the text will be acceptable to the FCA.) We will arrange a Special General Meeting (SGM) to discuss the proposed change; it may be convenient to hold this meeting along with the AGM (see 18 below).

**ACTION 15.1.1 - PM to monitor FSA response and arrange SGM when possible**

Previous actions on this topic have been completed.

Actions **CLOSED**. (*Actions 14.1.1 & 14.1.2 of 18th February minutes.*)

## **16. Behaviour at Matches**

Action **CONTINUES**. (*Action carried forward from Action 15.1 of 18th February minutes.*)

**ACTION 16.1 - MC to pursue White Ribbon proposal with the Club**

## **17 Relationships with fan organisations**

### **17.1 FSA Non-League Group**

Nothing to report.

### **17.2 FSA Southern Region Group**

MH represented the Trust at an FSA meeting held at Champion Hill, and has circulated notes.

Action **CLOSED**. (*Action 16.2.1 of 18th February minutes.*)



## **18. DHST AGM and Election 2020**

### **18.1 DHST Election**

The next DHST Board election is due in the coming months, with the results to be announced at the AGM. In current circumstances it may be appropriate (and is likely to be acceptable to the FCA and the FSA) for us to postpone the election by up to three months, but the Board agreed that it would prefer to hold an election by mid-August if possible.

PM (as Secretary) will produce a draft timetable and election plan for comment. This will include the formation of an Election Management Group (EMG). MH and MS volunteered to be members of the EMG; an external member will also be required.

Action **CONTINUES**. (*Action carried forward from Action 17.1.1 of 18th February minutes.*)

#### **ACTION 18.1.1 - PM to issue note showing plan of the election process**

Action **CONTINUES**. (*Action carried forward from Action 17.1.2 of 18th February minutes.*)

#### **ACTION 18.1.2 - All Board members to encourage Trust members to stand for election to the Board**

Two Board members (DC and NP) will retire by rotation, and may offer themselves for re-election. As the Constitution requires that at least four positions be made available in the election, additional Board members may be required to retire. Adj & MS will therefore email all remaining elected Board members to ask whether they wish to remain on the Board for the next year.

#### **ACTION 18.1.3 - Adj & MS to email elected Board members to determine whether they wish to remain**

## **19. Any Other Business**

Issues raised under AoB have been minuted under the relevant heading above.

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**Date of Next Meeting: 19th May 2020, 19:00 (probably online - tbd)**

**Meeting closed at 20:20**

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