



## Board Meeting Minutes

7.00 pm, 16th June 2020

Venue: Online (Zoom)

**Attending:** Alex de Jongh (AdJ) (Chair), Mark Scoltock (MS), Mel Hughes (MH), Mark McGann (MM), Alex Smith (AS), Duncan Chapman (DC), Philip Mitchell (PM) (secretary), Michelle Chapman (MC) (part of meeting), Alec Koundarjian (AK) (part of meeting), Peter Wright (PW), Liam Ball (LB)

### 1. Apologies for absence

Received from Nick Pittaway (NP), Paul Griffin (PG)

### 2. Minutes of previous Board meetings

The minutes of the meeting of 19th May 2020 were accepted.

### 3. Conflicts of Interest

None were recorded.

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

None.

### 5. Relationship with Club

#### 5.1 Shares in Club

We still intend to seek advice from the FSA on ways in which we could raise substantial funds if required.

Action **CONTINUES.** (*Action carried forward from Action 5.1.1 of 19th May minutes*)

### **ACTION 5.1.1 - PW to recontact FSA to seek advice on fundraising options**

Following agreement at the May Board meeting, £30K was invested in the Club in return for shares.

Action **CLOSED**. (*Action 5.1.2 of 19th May minutes.*)

AdJ has notified the Club that the above investment took the Trust's shareholding above a threshold of interest to Companies House (25%), and towards a threshold of interest to the National League (30%).

Action **CLOSED**. (*Action 5.1.3 of 19th May minutes.*)

### **5.2 Club/Trust Communications**

This is much improved - we are now holding regular meetings with BC.

### **5.3 Seats on Club Board**

Board members have suggested to AdJ roles that they could take on Club Committees, and AdJ has passed these nominations to BC.

Actions **CLOSED**. (*Actions 5.3.1 & 5.3.2 of 19th May minutes.*)

The Trust now has two representatives (DC and MH) on the Club Board. Both appointments are now recorded at Companies House.

### **5.4 Planning Issues**

DC reported that no date for determining the result of Meadow's planning application has yet been set (though this may soon change). The action below is carried forward in case further action is required.

Action **CONTINUES**. (*Action carried forward from Action 5.4.1 of 19th May minutes*)

### **ACTION 5.4.1 - DC to ask BC how the Trust can help to progress the planning issue**

DC will also keep Council up to date with increase in Trust's shareholding.

### **5.5 Women's Team**

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

The Board noted that increasing attendances at women's matches may be a way of allowing more people to see games and of adding revenue if, as seems likely, attendances at men's games are capped for a considerable period.

## **6. DHST AGM 2020**

The announcement of the AGM and the Election has been sent to members.

Action **CLOSED**. (*Action 6.1 of 19th May minutes.*)

The AGM will be held using Zoom. Details will be sent to members 5 days before the meeting (almost all by email, but a small number of notifications will have to be sent by post).

### **ACTION 6.1 - AdJ to prepare joining instructions**

We need to determine precise methods of recording those attending, controlling votes and taking account of the possibility that several members may be on one line. AS will investigate, experiment, and recommend. We will need to start the meeting by explaining the approach to members attending.

### **ACTION 6.2 - AS to determine precise mechanics of meeting**

An agenda has been published. MS & AdJ will decide who will speak on which topic, form of presentation etc and arrange a run-through in advance of the AGM.

### **ACTION 6.3 - MS/AdJ to finalise agenda and speakers**

AS will prepare a new infographic re Trust performance for the meeting. DC will supply the infographic we used last year, and LB can provide information on coach costs and usage.

### **ACTION 6.4 - AS to prepare infographic**

It would be helpful, given the possibility of some people suffering communications interruptions, if we could use Zoom to record the meeting. We will mention this at the start of the meeting, and go ahead if no-one objects.

## **7. DHST Board Election 2020**

A draw was held to identify a Board member to retire before their normal date in order that four slots are made available in the election as required under our Rules and Election Policy. MC was the unlucky person, and so will retire from the Board at the AGM.

Action **CLOSED**. (*Action 7.2 of 19th May minutes.*)

The elected members resigning from the Board at the AGM will therefore be DC, PG, NP and MC. PW is also required to resign his co-opted position. Adj thanked all five people for their contributions during their time as Board members, and recorded the hope that they may return to the Board via election or co-option.

MH has become the fourth member of the EMG.

Action **CLOSED**. (*Action 7.1 of 19th May minutes.*)

Nominations for Board membership close on June 19th. Information about the election has been sent to members. Further information will be sent once nominations have closed.

Action **CONTINUES**. (*Action carried forward Action 7.3 of 19th May minutes.*)

#### **ACTION 7.1 - PM to progress election process**

Action **CONTINUES**. (*Action carried forward from Action 7.4 of 19th May minutes.*)

#### **ACTION 7.2 - Board members to encourage Trust members to stand for election to the Board**

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

The Board agreed to proceed with proposing a new set of DHST Rules (Constitution) at a Special General Meeting (SGM) to be held on the same evening as the AGM.

The Board also agreed to include Clause 8 of the FSA/SD model. (Clause 8 is optional.)

The SGM will follow the voting methods established under 6.2 above.

Action **CONTINUES**. (*Action amended from Action 8.1 of 19th May minutes.*)

#### **ACTION 8.1 - PM to arrange SGM and send relevant information and guidance to members**

### **9. Membership Engagement Update**

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

#### **9.1 Membership Review**

Agreed that 1st August will be start of the Trust year.

Action **CONTINUES.** *(Action carried forward from Action 9.1.1 of 19th May minutes)*

#### **ACTION 9.1.1 - AK to implement new membership scheme**

Our current mailing list includes a lot of people who are not members at present. We intend to use this list in three ways: to contact members, to encourage ex members to re-join, and perhaps to encourage people who shop with us to agree to be added to the list (if not we will drop them from the list) Before contacting those in the last category we will check whether this is something that our previous statements allow us to do.

#### **ACTION 9.1.2 - Arc will produce a mailing proposal.**

PW will look at what our previous statements and the law allow us to do.

#### **ACTION 9.1.3 - PW to consider what our GDPR policies allow**

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.

MH will resend MC's note to Board members.

Action **CONTINUES.** *(Action carried forward from Action 9.1.2 of 19th May minutes)*

#### **ACTION 9.1.4 - All to comment on MC's note and suggest amendments (if any)**

### **9.2 Coaches**

Action **CONTINUES.** *(Action carried forward from Action 9.2.1 of 19th May minutes.)*

#### **ACTION 9.2.1 - PM to ensure that the viability of running coaches is discussed at a meeting in time for next season**

### **9.3 Community sub-group**

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

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

Action **CONTINUES.** *(Action carried forward from Action 9.3.1 of 19th May minutes)*

**ACTION 9.3.1 - MC, AS, AK to discuss Disability Inclusion Initiative with RH & check if DHST can assist**

COVID makes it less likely that older people would want to attend games, so we will find a different way of connecting.

Action **CONTINUES.** (*Action amended from Action 9.3.2 of 19th May minutes*)

**ACTION 9.3.2 - MM to consider how to connect with LinkAge**

Action **CONTINUES.** (*Action carried forward from Action 9.3.3 of 19th May minutes*)

**ACTION 9.3.3 - MC to progress sustainable bar materials initiative**

Action **CONTINUES.** (*Action carried forward from Action 9.3.4 of 19th May minutes*)

**ACTION 9.3.4 - AS to design online event for junior members**

## **10. Finance update**

### **10.1.1 Finance Overview**

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

Action **CONTINUES.** (*Action carried forward from Action 10.1.1 of 19th May minutes*)

**ACTION 10.1.1 - LB to produce financial model of Trust's year**

The Trust's Accounts for 2019 are to be presented to the AGM, and filed with the FCA.

Action **CONTINUES.** (*Action amended from Action 10.1.2 of 19th May minutes*)

**ACTION 10.1.2 - LB to produce 2019 FY accounts**

### **10.2 100 Club**

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

Action **CONTINUES.** (*Action carried forward from Action 10.2.1 of 19th May minutes.*)

**ACTION 10.2.1 - PM and AK to keep 100 Club payment methods under review**

## **11. Merchandising update**

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

Action **CONTINUES.** *(Action carried forward from Action 11.1 of 19th May minutes.)*

### **ACTION 11.1 - MH to investigate adding promotional tags to merchandise**

MH is discussing masks with a number of suppliers.

Action **CONTINUES.** *(Action amended from Action 11.2 of 19th May minutes.)*

### **ACTION 11.2 - MH to arrange selling DHFC masks**

The Club has sent us a draft licensing agreement.

### **ACTION 11.3 - MH/Adj to consider proposal and discuss with BC**

BC has informed us that the Megacontainer has a rateable value. Implications and potential reliefs to be considered.

### **ACTION 11.3 - MH/Adj to pursue rate implications for Trust**

## **12. Communications & website update**

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

MH has checked through each website page, and now needs a volunteer to complete work on each page.

Action **CONTINUES.** *(Action amended from Action 12.1 of 19th May minutes)*

### **ACTION 12.1 - All subgroups to update out-of-date Trust website pages in discussion with MH**

MS has produced and issued Newsletter.

Action **CLOSED.** *(Action 12.2 of 19th May minutes.)*

### **13. IT update**

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

Nothing further to report (but see under Membership).

### **14. Volunteering update**

Nothing to report.

### **15. Progress against DHST Objectives**

Action **CONTINUES.** *(Action amended from Action 15.1 of 19th May minutes)*

**ACTION 15.1 - PM to arrange annual Objectives review session after new Board is formed**

### **16. Behaviour at Matches**

Action **CONTINUES.** *(Action amended from Action 16.1 of 19th May minutes.)*

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

### **17. Relationships with fan organisations**

Nothing to report.

### **18. Any Other Business**

The Board agreed that an introductory meeting for new Board will be held on 4th August.

**ACTION 18.1 - PM to arrange introductory meeting for 4th August**

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**Date of Next Meeting: AGM - 21st July 2020, 19:00 (online)**

**Meeting closed at 21:20**

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