



Board Meeting Minutes

7.00 pm, 16th March 2021

Venue: Online (Zoom)

Attending: Alex de Jongh (AdJ) (Chair), Mark Scoltock (MS), Mel Hughes (MH), Mark McGann (MM), Philip Mitchell (PM) (Secretary), Tim Scott (TS), Arec Koundarjian (AK), Alex Smith (AS), Sarah Ponsford (SP), Gen Williams (GW), Duncan Chapman (DC)

1. Apologies for absence

Liam Ball (LB)

2. Minutes of previous Board meetings

The minutes of the meeting of 20th February 2021 were accepted.

3. Conflicts of Interest

None were recorded.

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

None.

5. Board Membership

5.1 Positions and Roles

AdJ continues to speak to potential board member candidates.

Action **CONTINUES.** (*Action carried forward from Action 5.1.1 of 16th February minutes*)

ACTION 5.1.1 - MS/Adj to maintain contact with UK-based candidates

Further discussion required to agree exactly what form of investment help is required. This may well take some time.

Action **CONTINUES.** *(Action carried forward from Action 5.1.2 of 16th February minutes)*

ACTION 5.1.2 - DC to continue discussion with Investment candidate

Action **CONTINUES.** *(Action amended from Action 5.1.3 of 16th February minutes)*

ACTION 5.1.3 - SP to produce 3 year plan re Board diversity

5.2 Board Member Development

Nothing to report.

5.3 Election and Succession Planning

The draft election and AGM plan was discussed.

Action **CLOSED.** *(Action 5.3.1 of 16th February minutes)*

The Board agreed that the number of seats made available in the election will be the number required to reach the maximum Board size of 12 elected members. (This will be at least four.)

The date of this year's AGM was agreed as 20th July 2021. A schedule leading up to that date (covering the AGM and the Election) was agreed.

The Board agreed that electronic methods should be used for voting and for attendance at the AGM. In 2020, special government legislation allowed AGMs to be held by electronic methods. PM will check whether this is still true for 2021, and whether our Rules and Policies permit this approach anyway.

ACTION 5.3.1 - PM to check that an electronic AGM is permitted in 2021

MH and AS (along with PM as Secretary) were approved as members of the Election Management Group (EMG). Mark Doidge from Whitehawk has again agreed to serve as our external EMG member.

Action **CLOSED.** *(Action 5.3.2 of 16th February minutes)*

All Board Members should consider which role(s) they would like to perform in the future.

Action **CONTINUES.** (*Action carried forward from Action 5.3.3 of 16th February minutes*)

ACTION 5.3.2 - All to consider succession planning

The Board agreed to extend the appointment of PM as Secretary until the end of September 2021. This appointment will ensure that a Secretary is in place in the early months of the incoming Board, while at the same time giving that new Board time to look for other interested parties, as well as to consider whether to offer the post to PM for a further period.

All Board members will consider how to encourage candidates to put themselves forward for election to the Trust Board, with diversity in particular in mind. (EMG members - see above - should not have contact with, nor propose, specific candidates.)

ACTION 5.3.3 - All to consider ways of encouraging candidates to stand for election to the Board

6. DHFC Operations

6.1 Report on Club Board Meetings

Nothing to report.

6.2 Issues for Next Club Board Meeting

Nothing to report.

7. Relationship with Club

7.1 Shares in Club

Ben Clasper has been in touch with TS and ADJ re appropriate engagement between DHFC and DHST. He requested TS to gather best practice from FSA. This was in relation initially to the unsuccessful bid by DHFC for Sport England grants and to how DHST ownership passing the threshold for interest from government and football authorities will be managed. The work is ongoing.

Action **CONTINUES.** (*Action amended from Action 7.1.1 of 16th February minutes*)

ACTION 7.1.1 - TS to recontact FSA to seek advice on fundraising options (once Adj has briefed him)

7.2 Club/Trust Communications

The Board discussed a document from the Club Board which covers the Club's vision for the future and budgetary approach in these unusual times. Observations will be fed back to the Club Board by the nominee directors.

The Trust has received a request from the Club for assistance in litter-picking (etc) around the outside of the ground. We agreed to publicise the request, but the Club should arrange and lead the activity, within COVID restrictions.

7.3 Seats on Club Board and Positions on Club Committees

Nothing to report.

7.4 Planning Issues

Nothing to report.

7.5 Women's Team

No progress at present for obvious reasons. The women's season has been declared null and void.

Action **CONTINUES.** (*Action carried forward from Action 7.5.1 of 16th February minutes*)

ACTION 7.5.1 - GW to arrange membership drive at a future women's game

8. Constitution & Rules

A revised version of DHST's Board Membership and Conduct Policy was adopted. There are only two minor changes, each of which amends an incorrect reference.

9. Membership Engagement Update

9.1 Membership Review

Action **CONTINUES.** (*Action carried forward from Action 9.1.1 of 16th February minutes.*)

ACTION 9.1.1 - AdJ to document idea and projections

The action below is retained for the moment, but may take the form described above.

Action **CONTINUES.** (*Action carried forward from Action 9.1.2 of 16th February minutes.*)

ACTION 9.1.2 - AK will email people whose membership lapsed 2-3 years ago to encourage them to rejoin when text is agreed

A Membership sub-group consisting of SP, GW, AS, AdJ, AK, MS and TS was formed to plan the coming renewal process. The group will meet in the next week, with the intention that it make recommendations for agreement at the April Board meeting and rapid implementation.

The Board agreed that membership cards will take the form of business cards with the year on, and that the process will be handled (as far as possible) through Purple.

Joiners will be able to opt for:

- just joining
- joining and receiving pin and card by post at an extra charge (to cover postage)
- joining, buying other items, and receiving pin and card by post with no increase to the postage charge for their other purchases.

PM will check the constitution to determine the membership status of people who, having joined, fail to pay the renewal fee.

ACTION 9.1.3 - PM will check membership status of people who don't pay renewal fee

9.2 Coaches

Nothing to report.

9.3 Community sub-group

Action **CONTINUES.** *(Action carried forward from Action 9.3.1 of 16th February minutes)*

ACTION 9.3.1 - AS/MM/GW to progress discussion re Kail Foundation relationship and respective responsibilities

TS has joined the FSA Environment working group, the work of which may include the development of guidance for clubs and Supporters' Trusts. This topic now relates to the wider DHFC Vision.

Action **CONTINUES.** *(Action carried forward from Action 9.3.2 of 16th February minutes)*

ACTION 9.3.2 - TS/SP to progress sustainable bar materials initiative when appropriate

The Trust has been discussing the White Ribbon initiative with the Club with the aim of the Club signing up. Recent events have made this even more important. TS will write a note to the Club Board (on behalf of the Trust Board) explaining what we think should be done.

Action **CONTINUES.** *(Action revised from Action 9.3.3 of 16th February minutes.)*

ACTION 9.3.3 - TS to write to Club Board re White Ribbon initiative

Action **CONTINUES.** *(Action carried forward from Action 9.3.4 of 16th February minutes.)*

ACTION 9.3.4 - PM to ensure that sustainability is examined post-COVID

10. Finance update

10.1 Finance Overview

Action **CONTINUES.** *(Action carried forward from Action 10.1.1 of 16th February minutes.)*

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

The position re rates on the Trust shop remains unclear.

Action **CONTINUES.** *(Action carried forward from Action 10.1.2 of 16th February minutes.)*

ACTION 10.1.2 - Adj/MH to investigate whether we should be paying rates on the shop

10.2 100 Club

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

AK has produced an initial version of a website page for one-off sales of 100 Club tickets.

Action **CONTINUES.** *(Action amended from Action 10.2.1 of 16th February minutes.)*

ACTION 10.2.1 - AK and PM to finalise new 100 Club payment option

Action **CONTINUES.** *(Action revised from Action 10.2.2 of 16th February minutes)*

ACTION 10.2.2 - GW/MS to get 100 Club draw results on DHTV when possible

Action **CONTINUES.** *(Action carried forward from Action 10.2.3 of 16th February minutes)*

ACTION 10.2.3 - GW/MS/PM to discuss how to improve promotion of the 100 Club.

10.3 Donations

Action **CONTINUES.** *(Action carried forward from Action 10.3.1 of 16th February minutes.)*

ACTION 10.3.1 - AdJ to contact BC about investing a recent donation in the Club.

11. Merchandising update

Action **CONTINUES.** *(Action carried forward from Action 11.1 of 16th February minutes.)*

ACTION 11.1 - MH/AdJ to consider licensing proposal and discuss with BC

12. Communications & website update

Action **CONTINUES.** *(Action carried forward from Action 12.2 of 16th February minutes.)*

ACTION 12.1 - Comms leads to give monthly plans to MS

Action **CONTINUES.** *(Action carried forward from Action 12.3 of 16th February minutes.)*

ACTION 12.2 - MH to consider general Trust advertising on DHTV

GW has begun the website improvement process.

Action **CONTINUES.** *(Action carried forward from Action 12.3 of 16th February minutes.)*

ACTION 12.3 - GW to co-ordinate updating of website

We have received a number of requests for interviews from students. Board members will handle these; MS will co-ordinate.

The Board congratulated GW on her appearance on Football Focus, and MM on his contributions to SE22 & SE23 magazines.

AdJ will draft a newsletter for the membership.

ACTION 12.4 - Adj to draft newsletter

13. IT update

Nothing to report.

14. Volunteering update

MH has written a Volunteering role description and added it to the Board Member Handbook. We now need to allocate the role.

Action **CLOSED.** (*Action 14.1 of 16th February minutes*)

15. Objectives

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

Action **CONTINUES.** (*Action amended from Action 15.1 of 16th February minutes.*)

ACTION 15.1 - MS, DC to create Objective baselines

Most of the Trust's objectives now have agreed baseline start positions. Objective owners will update the status field re their Objective when appropriate. We will also consider using the Vision and other elements of the pack in our communications.

16. Relationships with fan organisations

Nothing to report.

17. Any Other Business

Nothing to report.

Date of Next Meeting: Tuesday 20th April 2021, 19:30 (online)

Meeting closed at 21:50