

## Trust Board Meeting Minutes

18:30 – 15<sup>th</sup> October 2014, St James Park – Hospitality Box 2

### Trustees Present (at start):

Laurence Overend (LO); Martin Weiler (MW) (left during the meeting); Paul Farley (PF); Neil Le Milliere (NLM); Peter Martin (PM); John Kanefsky (JK); Peter Holding (PH)

### Officers Present:

Alice Cooke (AC) (left during meeting); Andy Beer (AB); Nick Hawker (NH)

### Guests:

Elaine Davis (ED); David Hitt (DH); Roger Hamilton-Kendall (RHK)

### A/01 Apologies

After prompting (!) the Secretary reported that there was an apology from Richard Clutterbuck was out of the country.

### A/02 Election of Chairperson for 2014/15

NH explained that as this was the first meeting following the AGM a Chairperson needed to be elected. The only candidate was Laurence Overend who had successfully Chaired the Trust Board over the past two years.

**Proposal:** To re-elect Laurence Overend as Chair of the Trust Board

**Proposed by:** Peter Holding

**Seconded by:** Neil Le Milliere

**Carried unanimously.**

### A/03 Approval of minutes from 9<sup>th</sup> September 2014

**Proposal:** Approval of the Previous Meeting Minutes

**Proposed by:** Peter Martin

**Seconded by:** Neil Le Milliere

**Carried unanimously.**

### A/04 Actions Arising from the Previous Meeting

PH explained that Mike Braund was ‘on-board’ in respect of the book-keeping requirement of the TB (including bank reconciliations) and that it was hoped this role would ‘evolve’ into Finance Officer. This would be reviewed at the next meeting.

NH confirmed that the Exeter City Ladies had been paid their sponsorship monies.

LO confirmed that the legal matter concerning the dismissal of Roger Conway was still a matter of legal sensitivity but that no further action was currently being pursued.

NH confirmed that login requirements to the Supporters Direct (SD) on-line network area had been provided but that nothing further had been received from SD.

The matter of the lack of progress concerning the Club Shop had been raised and it was suggested, given a recent offer to assist, that member Alistair Yates might be approached to assist with this project – PF to pursue.

There was no further information regarding the Wheel Chair Bays but again, PF would pursue with Nick Saunders.

#### **A/06 Consideration of Co-options**

The Chair indicated that he wished to deal with the matter of co-options before the appointment of Group Leads.

There was discussion around the nature of co-options required and MW requested a deeper and more detailed discussion about this – an agenda item for the next meeting after debate within the Ownership Group.

On invitation from LO David Hitt briefly detailed his career, adding that he now felt he had time to assist the Trust Board. LO referred the meeting to David's CV that was included in the meeting pack.

**Proposal:** To elect David Hitt as a co-opted Trustee

**Proposed by:** John Kanefsky

**Seconded by:** Peter Holding

**Carried unanimously.**

**Proposal:** To re-elect Elaine Davis as a co-opted Trustee.

**Proposed by:** NLM

**Seconded by:** PH

**Carried unanimously**

LO explained to DH that it was expected that each Trustee would play a part in one of the groups. DH would spend some time with each to assess where he might best contribute.

#### **A/05 Appointment of Group Leads**

All appointments were unopposed.

**Proposal:** That Paul Farley continues as Community Group Lead.

**Proposed by:** Martin Weiler

**Seconded by:** Peter Holding

**Carried unanimously.**

**Proposal:** That Peter Holding continues as Finance & Governance Lead.

**Proposed by:** Paul Farley

**Seconded by:** John Kanefsky

**Carried unanimously.**

**Proposal:** That Elaine Davis becomes Membership & Ownership Lead.

**Proposed by:** Paul Farley

**Seconded by:** Peter Holding

**Carried unanimously.**

**Proposal:** That Peter Holding would represent the TB on the Club Finance Committee.

**Proposed by:** John Kanefsky

**Seconded by:** Neil Le Milliere

**Carried unanimously.**

**Proposal:** That Richard Clutterbuck would also represent the TB on the Club Finance Committee.

**Proposed by:** Paul Farley

**Seconded by:** Neil Le Milliere

**Carried unanimously.**

**Proposal:** That Paul Farley represents the TB on the Club Gates Committee.

**Proposed by:** Peter Holding

**Seconded by:** Neil Le Milliere

**Carried unanimously.**

**Proposal:** That John Kanefsky represents the TB on the Club Board Appointments Committee.

**Proposed by:** Neil Le Milliere

**Seconded by:** Paul Farley

**Carried unanimously.**

**Proposal:** That Martin Weiler represents the TB on the Club Board Appointments Committee.

**Proposed by:** Neil Le Milliere

**Seconded by:** Paul Farley

**Carried unanimously.**

#### **A/07 AGM Review**

##### **- Club Chairman's & Finance Report**

PF noted that both Julian Tagg and Steve Williams spoke candidly. There was less financial detail on the Clubs activities than the previous year although DH noted that information had been provided that might not be ordinarily available.

##### **- Resolutions**

There had clearly been confusion around appropriate wording of the TB's resolutions. These were now being reviewed by Jacqui Forster at SD and would, if appropriate, be raised again at either the Adjourned AGM and at a Special AGM.

NLM would return Jacqui Forster's findings in due course.

#### **A/08 Year End Accounts**

PH presented the year end accounts and report to the TB as provided by Francis Clark. It was noted that references to 'the Board of Society' should be replaced by 'Trust Board'. After reviewing the detail therein thanks were recorded to Francis Clark and the reports were put to the TB for acceptance.

**Proposal:** That the year-end Trust Board accounts were accepted as presented.

**Proposed by:** John Kanefsky

**Seconded by:** Elaine Davis

**Carried unanimously.**

#### **A/09 Club Board Appointments**

LO noted that it was important that the TB nominated 4 Trustees as potential directors of the Club that evening. It was agreed that the Trust Chair would fill one of these positions 'as right' although as Trust Chair, LO indicated that he felt 'a little uncomfortable' in this position. Nonetheless the TB held with this position.

Other nominees were:

Martin Weiler

Paul Farley

Elaine Davis

Peter Martin

Peter Holding

NH handed each Trustee a ballot paper indicating that they might each vote for up to three individuals. The ballot papers were returned to and counted by NH recounted and confirmed by AC.

As a result of the ballot the following were chosen to represent the Trust as directors of the Club.

**Paul Farley; Elaine Davis; and Peter Holding were duly selected on the basis of the highest number of votes received.**

NLM reminded the meeting of the obligations undertaken as a Club Board director.

LO noted that where a particular position had been taken by the TB it was entirely expected that the elected Trustees would support the view, regardless of their own personal position. However, he further noted that there were frequently matters to be decided that might, appropriately, not come to the TB and that therefore the individuals could vote as they see fit and expect the support of the TB.

#### **A/10 Dig Deep for City**

ED updated the TB on the 'final' state of the 'Light up the Park' campaign – in excess of £12k; and further noted that the 'Dig Deep for City' campaign had made an encouraging start.

PH cautioned against thinking that this effort might avoid the need for a further PFA loan.

#### **A/11 Any other Business**

PM Spoke of a lottery that is run specifically run for football clubs. There was an initial £200 investment but that the Club would receive 50% of the income (less prize money). This matter was deferred to the Ownership Group.

Noted that the Northcott still has posters and programmes from the play that might be sold. Unfortunately, the theatre appeared to want excessive payment for them.

PF The 'boards' used by the Northcott Theatre had been collected and will be displayed in the FiTC.

Spoke about the possible use of the Grecian Centre by the TB on match-days (when it had not been 'hired-out').

LO Noted that he had been in correspondence with member Adrian Hitchcock who wanted to lead a working group on capital projects. LO would request a paper from Adrian on a proposal.

PH Noted that he believed there was no way to avoid a PFA loan in the near future.

In addition he noted that no 'Financial Fair Play' details had been provided despite numerous requests.

He requested that an e-vote on the TB's financial policy be taken without delay. NH said that he would arrange.

He requested that the matter of Hilary Broadley's role within the Club be discussed at the next meeting.

ED Expressed concern at the wording of an article proposed for a match-day programme. The article was in relation to the the Easyfundraising WEB site. She requested that LO check its appropriateness.

ED also raised the matter of the ball boys/girls kit, being sponsored by the Trust. The matter was in 'slow' progress.

NH Noted that he had received a mail from a new member querying why the subscription was set at such a low amount. Rule 6.6 was referred to. However, NH pointed out that this at least indicated that members might be prepared to pay more.

NLM Made the TB aware that some of those who travelled to Brazil had received compensation in respect of late flights and considerable thanks were due to Jonathon Greaves of Thomas Cook Sport for his continuing work to help us through this process.

**The meeting closed at 21:15**

**A/12 Date of Next Meeting**

**Tuesday 4<sup>th</sup> November; 18:30**