

Trust Board Meeting Minutes – Part A

14th November 2016, St James Park – Board Room

Trustees Present:

Martin Weiler (MW) (Chair), Elaine Davis (ED), Sean Devine (SD), Paul Farley (PF), Clive Harrison (CH), Peter Holding (PH), John Kanefsky (JK), Neil le Milliere (NleM), Pete Martin (PM), Matt Phillips (MP), Paul West (PW)

Officers Present:

Steve Chudley (SC)

Also Present:

David Lee (DL)(Item A/01 only), Julian Tagg (JT)(Item A/02 only); Martin Laurence (ML) attended as an individual Trust member.

A/01 Reappointment of David Lee to the Club Board

DL had circulated a resume of his achievements over the last three years as a Club Board Member. This was generally welcomed and his substantial contribution to the Club recognised.

MP asked what “other opportunities” the Club had considered. DL explained that with a move away from SJP very unlikely in the shorter term, the Club had to act on redevelopment now. Once the redevelopment was under way the focus would move to the OTR building. In reply to SD, he said the St James Forum intervention had delayed the project by up to 18 months.

DL also said he was pressing for more financial and operational transparency from the Club, as the default position.

After further discussion, the Board unanimously agreed to support the reappointment of Mr David Lee to the Board of Exeter City Football Club, for a further three year term.

Carried

A/02 Checktrade Trophy and Whole Game Solution (WGS)

JT outlined his view that the Checktrade Trophy, while far from perfect, had brought additional funding of approaching £3m into the pot in replacement of the previous competition which had not been successful. It had also enabled some of the Club’s younger players to get invaluable competitive experience, and the manager had overall been positive about the outcome even though we had not progressed. The Club had made a modest profit from the three games. PW said he and others had boycotted the competition on principle; JT sympathised but remained of the view that the benefits outweighed the negatives.

Turning to the Whole Game Solution he outlined the context and history of the EFL’s proposed “Whole Game Solution” package. A series of meeting were planned to discuss the next steps; he and MW would participate in the last of these. He was in close touch with other clubs who had similar reservations.

He agreed with NleM and PW that the concern was that the impact would be negative for L2 clubs, which got only 8% of the funding from the PL television deal (80% to Championship clubs and 12% to L1). Losing two Saturday FA Cup slots favoured the PL teams but no-one else and the prospect of a League 3 was not attractive.

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Championship Clubs seemed to support the prospect of a PL2, possibly through over-optimism.

He explained that it was currently expected that a final decision would be made in February 2017, though the whole set of proposals were widely unpopular; he asked that the TB consultation and survey process lead to a settled TB view by early February.

The TB invited JT to present this analysis to the Trust Forum on 28th November; NleM said Supporters Direct and FSF were to undertake a nationwide fan survey and he would feed back from this.

The Board thanked JT for his presentation and **took note**.

A/03 Apologies

Andy Beer (AB), Alice Cooke (AC), Laurence Overend (LO)

MW said Andy Beer had written to resign from his role as Trust Web and Social Media Officer, though he would continue as a member of the CEG. The Board recorded their thanks to Andy for his work over many years, and asked MW to write to him to express their gratitude.

A/04 Approval of Minutes from the 24th October 2016

Subject to a change to A/06(ii) to correct "OWG" to "FGG"

Proposed: Elaine Davis

Seconded: Pete Martin

Carried

A/05 Matters Arising from the Previous Meeting

(i) Corporate Membership

OWG advised that it was better to wait until the New Year to launch this formally. The Express and Echo had agreed to become members and would probably promote the scheme through its business page. **Agreed.**

(ii) Trust Forum, 28th November

ED reported that plans for the event in the Heritage Lounge were in place. There would be a bar but no food, and the Disabled SC draw would be promoted rather than a separate Trust one.

(iii) Co-options policy

Up to 3 additional members could be co-opted, but there was no urgent need so this would be deferred until the Meeting on 9th January. PM said he knew of one potential co-optee, he tabled a resume of this candidate.

(iv) Trust Secretary

One candidate for the post had approached the Trust and an interview would be held on 28th November. There was funding for this post in the Trust budget so the Panel could consider a suitable remuneration offer if this was felt appropriate.

(v) Website Development

See item A/07(iv) below

(vi) VAT on Trust income

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See item A/07(i) below

(vii) Supporters Direct

NleM reported that Supporters Direct and FSF would outline their proposals for a fan survey on the WGS later that week. SD were happy to take legal advice on confidentiality clauses in ECST policies on our behalf, to establish their validity for all Trusts.

A/06 AGM and Election Review

(i) Business plan

There was concern that the CB's document might not meet what was desired by the Resolution approved by the AGM. MW would forward David Hitt's note on this to the CB.

(ii) Rule 99

LO's interpretation was not widely supported. JK argued that the Rule was in any case inappropriate and assent should be sought from the next AGM to reword or remove it. **Referred to FGG.**

(iii) Other AGM issues

Discussed under the report of the OWG below.

A/07 Reports from Working Groups

(i) Finance and Governance Group (FGG)

PH, JK and Richard Knight had met to discuss the implementation of the Club / Trust Agreement; they would produce a written report to the next meeting.

PH reported that the Club Budget summary had been circulated to FGG Members for views.

In reply to MP, PH said a small group led by LO were working on the Club's Governance Manual and revision of its Memorandum and Articles of Association.

SC outlined the Trust's financial position. In view of the heavy outgoings in recent months the FGG had sanctioned transfers of £10K and £20K from the deposit to the current account to ensure that no cash flow problems were encountered. Whilst the Trust was not below the threshold, SC also reminded the TB of the FGG's strategic aim to have accessible funds of at least £50,000. MW stressed that future expenditure proposals not part of Working Group budgets or subject of detailed proposals on TB Meeting agendas must be put through the agreed Unbudgeted Expenditure Procedure.

On VAT, there was better news. Advice secured by the Trust in 2012 indicated that for VAT purposes only £17.75 of the minimum subscription was subject to VAT, so concerns that the Trust might be close to the threshold had receded. PH and SC were to meet with Stephen Bright to talk about whether the VAT issue was cause for concern.

(ii) Ownership Working Group (OWG)

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The Minutes had been circulated. JK said the OWG would work closely with the review of the Election being led by John Street, as there were overlaps between their work. The Group would also liaise with the CEG to clarify where the boundaries between the two groups fell.

(iii) Community Group (CG)

PF asked all TB Members to attend the launch of Peter Robinson's exhibition on 17th November.

(iv) Communication and Engagement Group (CEG)

PM reported that the Group had had its first meeting the previous week. He would circulate the Minutes.

John Kanefsky Proposed and **Martin Weiler Seconded** that Peter Martin be elected Lead of the Group.

Carried

PM explained that the Trust's website was currently hosted by Exeweb but this arrangement would cease, so a new host at a cost of c.£300 p.a. would be needed. The functionality of the site, especially on tablets and smart phones, also needed work.

Advice had been received that it would be prudent for a formal policy to be adopted on filming and photographing meetings, as concerns had been expressed by a member about privacy. The CEG would make proposals in January, but in the meantime this meant the Forum should not be filmed.

The Express and Echo had offered the Trust the opportunity to have a regular column in the newspaper. This had been accepted; TB Members would be asked for content from time to time.

ML said he would cover Andy Beer's role until a longer term replacement was reviewed and implemented. The Board expressed their thanks to him for stepping in. Proposals would be put to the TB in due course.

It was **Proposed** by **John Kanefsky** and **Seconded** by **Elaine Davies** that the CEG be given a budget of £1,000 in the first year.

Carried with one abstention.

A/08 Gates Committee (GC)

JK reported the outcomes of the GC meeting on 1st November.

Key issues discussed but not reported elsewhere were:

- Justin Quick was tasked with producing statistics of "Club Free" tickets issued, by category.
- JK would write a piece for the Luton programme expanding on the discussion at the Trust AGM.
- Space for families during the redevelopment was going to be very tight (Block E only). JK to cover this in his paper to the CB in December.
- Difficulties over restricted view seats would be ameliorated as the central concrete shelters would be removed as part of the changing room / dugouts relocation; disabled bays were also under discussion with the DSA.

CH said he and JK would meet to discuss family offers at other L2 clubs and the options for ECFC during and post the redevelopment, and report to the GC.

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JK also mentioned the suggestion of giving higher priority among the "Community" group at Cup games to those who had attended previous rounds. After discussion this was not favoured by the TB. The existing system worked well and should not be changed.

A/09 Survey Monkey

On the recommendation of the CEG, the Board **agreed** to renew the subscription to Survey Monkey for one year at a cost of £300, and that the longer term options be reviewed.

A/10 Part B Summary

Items discussed under Part B (Confidential Items) included:

- Whether the Trust Chair should also be Club Chair. Agreed to review later, once workloads had been examined.
- A wide-ranging discussion with Julian Tagg on home form and related issues. The TB had received a number of communications from members on the subject, and expressed our concern over the league position. It was agreed that the TB would make a statement on this.

A/11 Any other business

(i) Proposed contribution to Hospital gifts

ED reported that all Heritage Lounge members had been asked to contribute to gifts for children in Bramble Ward. She **proposed** a contribution of £100. **Seconded by JK**. Approved with two abstentions.

(ii) Target Cage

FitC were seeking a contribution of up to £750K for an inflatable Target Cage for shoot-ins at events. NleM said it would have been more appropriate for FitC to fund this themselves or ask the Supporters Club. The TB was divided on this; after discussion it was agreed that it was not appropriate for the Trust to make a large contribution as FitC were financially more robust than the Trust, but a more modest £250 was **Approved** 5:4 with 2 abstentions.

(iii) The Trust Communications Protocol was noted.

(iv) FECRACE Beer Mugs

These were due for delivery shortly. These had a new joint Club/Trust logo but were funded by the Club.

(v) Carol Service

SD offered to read the Lesson.

A/12 Future Meeting Schedule

The list of meeting dates for 2017 was agreed,

A/13 Date of Next Meeting:

TBC subject to Joint Board meeting; provisionally 12th December 2016, 18:30, Tribute Room.