

Minutes of the AGM

Venue: The Phoenix Centre, Gandy Street, EXETER

Date: 26th October 2013

Start: 11:30am

Trustees Present:

Martin Weiler (MW), Bernadette Coates (BC), Paul Farley (PF), Laurence Overend (LO), Andy Bratt (AB), Jay Milling (JM), Neil Le Milliere (NM), Roger Conway (RC)

Officers Present:

Nick Hawker (NH), Andy Beer (AB1), Nigel Banks (NB), Anthony Smith (AS)

Trust Members:

74 members, including those listed above, attended the meeting.

Exeter City FC Representative:

Edward Chorlton, OBE (Club Chairman)

Apologies:

Pete Holding, Steve Bright (Auditor), John & Di Lee, Ted Ashman, Alice Cooke

1. Welcome

The Chair, Laurence Overend, welcomed members to the Exeter City Supporters 2013 Trust Annual General Meeting.

2. Apologies

Apologies were received from Peter Holding (Trustee); Steve Bright (ECFCST appointed Auditor), Ted Ashman, John & Di Lee

3. Approval of Previous AGM Minutes

Proposed by: Neil Le Milliere

Seconded by: Roger Conway

Carried

4. Matters Arising**a. Supporters Direct Audit**

The Chair referred to the Supporters Direct Audit report that was available on the Trust WEB site and also at the meeting. The following was highlighted:

On matters of:

i. Continued Trust Ownership

1. Increase Membership (Achieving)
2. Retention of Existing Members (Unclear)
3. Increase Majority Shareholding to 75% (Not Achieved)
4. Review the Trust Board Structure (Achieved)
5. Review of Constitution (Achieved – see Matters Arising, item b.)
6. Explore Rewards for Existing Members (In progress)

ii. Financial Management & Governance

1. Encourage Increased Subscriptions (Not Achieved)
2. Establish Capital Reserves of £50,000 (Progressing Well)
3. Explore inward investment/loan/charity to increase income (Not achieved but some progress made.)
4. Review issues of governance and direction for Club and Trust to ensure delivery of strategic plans. (Limited progress made.)

iii. A Community Club

1. Promote the Club brand 'no ordinary football club' (Unclear achievements.)
2. Make greater use of Members' skills. (Not achieved.)
3. Promote the Trust locally and nationally (Not achieved.)
4. Seek a role on the Football Subsidiary Council of Supporters Direct. (Achieved (x2 Trust Members on Council))
5. Review communication with members. (Some progress made.)

It was noted that this was an on-going process and the Trust Board would continue to pursue appropriate strategic targets. The Chair also pointed to two themes of the audit, relating to the period against which the assessment was carried out (December 2011 to December 2012) and SD acknowledgement that progress had been made since this time and the relevance of the Strategic Plan, particularly given the change of economic climate since its inception. Overall, whilst noting the achievements of the Trust over the last 10 years, the audit highlighted the need for a new vision in order to face the challenges of the future.

b. Trust Change of Rules

The Chair stated the change of rules had now been accepted by the Financial Conduct Authority. In the process three minor changes were required to the original submission. There were:

Rule 6.6 – the terms of admission to members had to be more precise than the “shall be decided by the Board from time to time”. This was replaced by stating that the membership subscription would be set at “a figure of less than £61 per annum.

Rule 98 – There was an inconsistency in the wording surrounding accounts being audited. The inconsistency was removed involving the deletion of references to “HMRC and/or the Companies Act” as these were obligatory in any event.

Rule 129 – there was a typing error which had been corrected.

It was the view of the Trust Board that these changes were so minor that there was no requirement to refer the matter back to the members and so was resolved at a Trust Board meeting.

5. Club Chairman's Report

Exeter City FC Club Chairman, Edward Chorlton, OBE, reported on the Clubs performance during 2012/13 and turned to the current season, and the issues of ground redevelopment. Slides and documented details are available from the Trust WEB site.

6. Trust Report

Current Trust Chairman, Laurence Overend, expressed his thanks to Trustees who had, during the past year, cause to leave as Trustee's or Officers – these were: (Trustees) Mike Geary; Lewis

Jones and Steven Chudley and (Officer) Martin Lawrence. Nigel Banks (Finance Officer) was also to leave very shortly and was thanked for many years of assistance.

The Chair also welcomed new Officers: Alice Cooke (Press & Media) Andy Beer (WEB Media) and Anthony Smith (Finance).

Special thanks was given to Andy Cole, previous chair.

The Trust Chairman's statement can be read in full on the Trust WEB site.

7. Audited Accounts

Nigel Banks (Trust Finance Officer) presented the audited accounts for 2012/13, copies of which were available at the meeting and remain available from the Trust WEB site. Paper copies can be obtained by contacting the Trust Secretary at trust@ecfc.co.uk.

Phil Wright asked why the Club should repay the loans referred to within the accounts. The Chair answered that there were different views within the membership concerning this. Many believe that the Club should "stand on its own two feet". The loans referred to were in addition to agreed annual contributions to the Club and as such, for accounting purposes, it was important to recognise this.

The Chair proposed Acceptance of the accounts and was carried.

8. Re-appointment of the Trust Auditors

Nigel Banks (Trust Finance Officer) proposed acceptance for the re-appointment of the Trust existing auditors. Mr Stephen Bright, the Trusts current auditor, through Nigel Banks, had informed that, under the requirements of his professional body he had been preparing our accounts for 10+ years and it was his duty to inform the Society of that fact. This was to ensure that the Trust remained and expressed their confidence around his impartiality. Nigel Banks stated that he wished to recommend his re-appointment on the grounds that he is not involved with football or the Trust in any other way and he felt he makes an excellent auditor.

Proposed Re-Appointment of Mr Steve Bright as trust Auditor

Proposed by: Nigel Banks

Seconded by: Roger Bibby

Carried

9. Trustee Election Results

Mr John Street, returning officer for the Trust election for Trustees announced results as follows:

Richard Clutterbuck	273 votes
Paul Farley	352 votes
John Kanefsky	224 votes
Neil Le Milliere	300 votes
Jay Milling	166 votes
Martin Weiler	357 votes

It was therefore declared that Richard Clutterbuck, Paul Farley, Neil Le Milliere and Martin Weiler were elected as Trustees.

A total of 487 votes were cast of which 20 were rejected (19 due to there being no Trust number on the ballot paper and 1 that was returned after the closing date).

The turn-out represented 15.9% of members eligible to vote.

10. Members Resolutions

- a) Re-Appointment of Club Directors (Martin Lawrence)
- b) Publication of Club Finances (Philip Burden)

Before the resolutions were made the Chair referred to a statement made on the Trust WEB site and re-emphasised that whilst the Trust Board supported the “spirit” of the resolution that actual wording was constitutionally problematic and could therefore not support them as they stood. However, an invitation to Martin and Philip was made to attend the next full Trust Board meeting, should they wish, to establish more suitable wording that the Trust Board could act upon.

Both resolutions were withdrawn with the proposers each expressing their views to the meeting.

There was a question from Paul Sussex around the ownership of the resolution once the meeting was in progress (i.e. did ownership pass to the meeting once it has commenced). The Chair expressed the view that since neither proposal had been made at the time of withdrawal ~~and~~ ownership remained with the proposers.

11. The Meeting Closed at 12:40.

The Chair, Laurence Overend, thanked all for attending and the Phoenix Centre for once again allowing the Trust to hold its AGM at the venue.