



Exeter City Supporters' Trust

Board Meeting

RGB Legends Room

8th July 2019; 18:00

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Agenda

NB Items marked * indicate that a resolution and vote will be required.

Introducing... (18:00 – 18:30)

Peter Ferlie – Sporting Memories

Part ‘B’ (18:30 – 19:30)

Apologies

Approval of minutes from the last meeting

Matters arising

Update of Part B matters from Chair (**Papers included**)

i. Trust Support for ECFC Academy

NH
ED

Any other Part B business

Part ‘A’ (19:30 – 21:00)

Apologies

Approval of minutes from the last meeting

Matters arising

Update of Part A matters from Chair (**Paper included**)

NH

Trust Strategy Review

Trust Board Group Updates:

Finance & Governance Group (**Papers included**)

Trust Receipt & Expenditure Account (May and June 19)

FGG Statement

Approval of Club P&L 2019-20*

SC
PH
PH

Ownership & Membership Group

MC

Community

PF

Communications

PM

History

PF

Any other business

Date of next meeting: 5th August 2019



We Own Our Football Club

**Exeter City AFC Supporters Society Ltd - Trust Board Meeting
7th May 2019 Minutes Part A **DRAFT****

Meeting Held At: RGB Legends Room, St James Park

Date: 7th May 2019

Trustees Present: Nick Hawker (Chair), Clive Harrison, Pete Martin, Mark Cordell, Jon Beer, Chris Phillips, Neil Le Milliere, Martin Weiler, Elaine Davis, Doug Gillard, Paul Farley

Officers Present: Steve Chudley, Phil Burden, Phil Rugman

Apologies: Pete Holding, Alice Cook

	<p>Minutes Of The Part A Meeting Of The 8th April 2019</p> <p>That the draft minutes of the Part A meeting of the 8th April 2019 be accepted, proposed by Neil Le Milliere, seconded by Clive Harrison. Motion passed. 3 abstentions</p>
	<p>Matter Arising From The Part A Meeting Of The 11th March 2019</p> <p>None</p>
	<p>An Evening Of Abba at SJP on May 18</p> <p>Suggestion that Trust Corporate Members be given the opportunity to sponsor the event.</p>
	<p>Update From Chair on Part A Matters</p> <p>Information provided with meeting pack.</p> <p>Proposed Terms of Reference for the Trust Audit Review to be carried out by Mike Finn have been circulated.</p> <p>Action: Please feedback to the Chair by the weekend.</p> <p>No change in Trust donation of £100 000 for the year 2019/2020.</p> <p>Junior Grecians - CCT Accounting Practice</p> <p>Information previously circulated.</p> <p>It came to light on the 26th March 2019 that a proportion of Junior Grecian Income has been set aside to meet the general overheads of the CCT. This has amounted to £9582 over the last three calendar years.</p> <p>There are discussions with the CCT concerning a refund.</p> <p>In the future the Trust can be more specific about its charitable donation.</p>

	<p>Any Other Business</p> <p>The Flamengo Academy Fire matter (raised at the March 2019 meeting) has been raised again, to be discussed at the next meeting.</p> <p>From Halsgrove Publishing website: ...”The Story of Exeter’s St James Park - Land of Grecian Glory by Aidan Hamilton is to be published in October 2019, priced at £19.99, although pre-publication subscribers can purchase the book at £15.99 if ordered by the subscriber cut-off date of 12 July. Your name will be included in the list of subscribers printed in the book if you complete the box below. ...”</p>
	<p>Trust Strategic Aim Review</p> <p>Discussion.</p> <p>Future Current Strategy Review Document to be re-circulated. This document will also be reworked.</p>

Exeter City Supporters Society Trust Board Register of Decisions

A	<p>Group leads with the exception of Pete Holding to consider what Trust targets might be set for the Director roles. Would be good if a draft paper be submitted for consideration at the next Trust Board meeting. Chris Phillips to address Finance and Governance Group targets.</p> <p>Trust targets to be reported back on.</p> <p>Who is to set targets for the Chair? Suggestion that previous Chairs be consulted.</p>
A	<p>The Secretary will tabulate and circulate the existing Trust strategic aims and ask for advance contributions as to why we have the specific aims, have they been achieved and are they achievable as preparation for the next TB meeting.</p>
A	<p>Review Trust Mission Statement in the context of the proposed aim (i.e. To constantly strive to improve supporter experience and to deliver and grow greater family engagement)</p> <p>Clive Harrison to present proposal to the Club Board.</p>
A	<p>Chair to reply to Millwall Supporters Club (re letter to National Police Lead)</p>
B	<p>Chair to write to fan re disciplinary matter.</p>

Update from Chair on Part B Matters

Update to be provided at the meeting.

Trust Support for ECFC Academy, A Discussion Paper.

Update from Chair on Part A Matters

Update to be provided at the meeting.

Finance & Governance Group

Receipts & Expenditure – May and June 2019

May 2019

Opening balance		27,217.77
Receipts		
	Subscriptions	11,563.83
	Total	11,563.83
Payments		
	ECFC donation	8,333.00
	Newspaper Archive subscription	71.96
	Wages/expenses	1,086.87
	Chamber of Commerce membership	120.00
	Campaign Monitor	79.56
	Disability team sponsorship	500.00
	Football tournament costs	325.95
	Telephone charges	6.00
	Bank charges	43.95
	Total	10,567.29
PayPal		404.59
Deposit account		40,384.66
Total		69,003.56
Variance on previous month		1,240.72

June 2019

Opening balance		28,214.31
Receipts		
	Subscriptions	11,486.83
	Total	11,486.83
Payments		
	ECFC donation	8,333.00
	Trophy	52.29
	Wages/expenses	864.00
	Web domain renewal	37.18
	Campaign Monitor	81.55
	Telephone charges	11.28
	Bank charges	46.30
	Total	9,425.60
PayPal		452.49
Deposit account		40,407.90
Total		71,135.93
Variance on previous month		3,373.09

Report of Finance and Governance Group to Trust Board

Report of Finance and Working Group to Trust Board

The Group has met on the 28 May and 4th July attached are the minutes of the first meeting and the draft minutes of the second meeting which have been circulated.

Club Finances

The FGG remains satisfied that the Club is financially viable

The Club Budget

This has taken a while to put it mildly and there have been some significant errors in the documents produced .Attached are:

- a) P and L for 19-20
- b) Associated P and L's for 20-21, 21-22 and cashflows for all 3 years.

Approval under the CTA is required only for the P and L 19-20 but the other 5 documents flow from this document and whilst holes can be picked in them , they are the Club's best guess as to the P and L and most importantly cash situation .As you have heard me say before " it's the cash that kills " so it is really important (without sounding condescending) that you all read and understand these documents .I will orally update on the plans for a reforecast (September) and work on costs at the meeting

Governance

It seems that despite my understanding the CTA Implementation document was never agreed .The attached document has been approved by the FGG and is recommended to you for approval under the CTA it has been recommended by the Governance Group to the CB .I will update orally at the meeting

Trust Accounts

Work is underway lead by Steve, we do not anticipate any problems with them being available for approval at the Trust AGM.

CTA Implementation

By design the CTA lacks detail when it comes to actual practice so there is nothing about what the Club and Trust may require in terms of implementing the various issues that require prior Trust approval (the " Event ") in the CTA .

None of this in any way replaces the necessity for trust and good working relationships, it is just to try and get more clarity and certainty as to what is required so that we can all build in these requirements when making certain decisions. It is recognised that sometimes the actual event date will not be know much in advance but notice is required i.e. a new Stadium as the actual dates contracts would be signed is not known until the last minute!

We recognised that the Trust is the majority shareholder and effectively devolves responsibility for the day to day running of the business to the Club Board. It is recognised that under the Trust Constitution some major issues require members consent i.e. at an EGM.

In simple terms what we agreed was written proposals with rationale and business case probably including documents (" Proposals ") to be given by the Club to the Trust a certain period of time before the Event .The Trust then has a period of time to reply , some of the below has reference to what the Club should produce for the Club, all the references below relate to the CTA re Events .The first number below refers to the number of days the Club

has to give notice to the Trust before the Event the second the number of days from receipt of the Proposals the Trust has to reply

MATTERS WHICH REQUIRE THE PRIOR WRITTEN CONSENT OF THE TRUST

The Club shall not take any action nor pass any resolution without the prior written consent of the Trust Board in any matter that pertains or relates to:

- (i) the total number of shares in issue in the Club, or rights attaching to, such shares; 91 and 42
 - b) approval of new issue of shares in the Club; 91 and 42
 - c) subject to the appropriate authority from the shareholders, the allotment of un-issued shares in the capital of the Club; 91 and 42
- (ii) a) any change in stadium location 119 and 42 or name of the Club 63 and 28;
 - b) any change in the badges, logos or other devices used in the signage, publications, advertising, promotional material, affiliated teams or other branding of the Club; 56 and 28
 - c) the colours and styles of the Club's home playing strip; 56 and 28
- (iii) any change in the name or nickname of the Club or team or its status with the Football Association or the English Football League; 91 and 14
- (iv) the purchase or disposal of any land or buildings or interest therein owned by the Club with a market value in excess of £25,000; 91 and 14
- (v) the taking of, granting, assignment or sale of any lease or interest therein with a duration in excess of 5 years; 56 and 28
- (vi) a) any borrowing against the security of any asset owned by the Club or any lease held by the Club in excess of £50,000 in any 12 month period; 91 and 14
 - b) any unsecured borrowings, save Club credit cards up to a limit of £2k or in the normal course of trade; 91 and 14
- (vii) contracts at a cost to the Club of £50,000 or over per annum or in total, including Club management staff but excluding players' contracts; If manager 14 days notice with Proposals from the Club and a requirement that at least one Trustee is on the interview panel and if none a requirement that a Trustee interview anyway
- (viii) approval of all dividends, dividend policy and decisions on withholding dividends (deciding not to pay a previously approved dividend payment); 91 and 42
- (ix) approval of the recommendations for the appointment or removal of Club Board members (Directors); Re approval presentation to Trust Board at least 14 days before the Event , approval as per re approval plus capability statement required
- (x) responsibilities / Job Description of any member of the Club Board, Chief Executive, and Chief Operating Officer (or equivalents); 91 and 14
- (xi) approval of terms of reference of Club Board sub-committees to whom the Club Board delegates decision making authority; 63 and 28
- (xii) changes to the Club's or any associated company's Memorandum and Articles of Association; 63 and 28
- (xiii) approval of the Club's and any subsidiary or associated company's ticket pricing, budgets, strategic plan, or business plan; Budget , working draft to TB 91 days before Club financial year end, TB comments within 28 days from delivery of draft. Final draft to TB 28 days from financial year end unless promoted or relegated in which case Final budget to TB within 14 days of end of financial year end , TB approval within 14 days of receipt

- (xiv) approval of changes to the capital structure of the Club or associated company or its / their legal status;119 and 42
- (xv) the incorporation of any new subsidiary or associated company into the Club;119 and 42
- (xvi) extension of the Club's activities into significant new business areas and any decision to cease to operate all or any significant part of the Club's business;119 and 42
- (xvii) the passing of a resolution for the winding up of the Club;119 and 42
- (xviii) the appointment of a receiver, administrator or administrative receiver over the whole or any part of the assets of the Club or the making of any arrangement with the creditors of the Club for the affairs, business and property of the Club to be managed by a supervisor;119 and 42
- (xix)
- (xx) Removal of existing Club Auditors and appointment of any new Club Auditors (including re-appointment) 63 and 28 days
- (xxi) Approval of any application for planning permission which would result in works of a value of in excess of £150k 63 and 28 days
- (xxii) Any agreement to spend in excess of £100k plus Vat of Capital Expenditure 63 and 28 days

Ownership & Membership Group

Update to be provided at the meeting.

Communications & Engagement Group

MEETING: Thursday 23rd May 2019 – 6pm

Location: The Museum Room @ SJP

Draft Minutes

Attending: Will Barrett (WB), Clive Harrison (CH), Nick Hawker (NH), Pete Martin (PM), Phil Rugman (PR), Alice Cooke (AC – via call), Julen Beer (JB – via call).

1. Apologies

- Mike Finn.

2. Minute taker

- Will Barrett.

3. Minutes of the meeting of 21st March 2019

- Approved.

4. Matters arising

- Website presence for elections.
- WB to follow up ideas for podcast.
- Group to consider campaign ideas ahead of next meeting.

5. Programme matters, etc.

- Election piece.
- Away Fan Friendly Club.

6. Website – ongoing changes/improvements – progress

- WB and JB to meet to further delivery.
- WB to look at fixing blog issue.

7. Newsletter

- NH to provide content for JB.
- WB to send Julian Tagg feature to JB.
- Promotion of St James' Park Book.

8. New membership application forms

- PM to send JB most recent forms for update.

9. Facebook and Twitter

- PM to Invite Simon Larkin to next meeting to discuss Trust presence/digital content on match-days.

10. Any other issues and A.O.B.

- NH to set strategic aims as proposal to Trust Board ahead of promotional drive for membership growth.
- Possibility to track transition from Junior Grecians to Trust Membership – reduced costs for 16-23 age groups (and other hooks) to be considered.
- Discounts for Club events e.g. ABBA, Harry Redknapp, to be implemented and clearly advertised – NH to take to marketing meeting.
- NH to look at producing content related to Torquay United ahead of pre-season friendly.
- 10 reasons to Join the Trust to be considered and reviewed for website.
- Trust Governance document to be reviewed and abridged for website.

11. Date of Next Meeting – Suggest: Thursday 18th July 2019?

Exeter City History Group Committee

Notes of meeting held on 3 June 2019

Present: Tony Badcott, Brian Carpenter, Paul Farley, Gabriella Giannachi, Martin Weiler and Sarah Willis.

Apologies: Will Barrett

Update on St James' Park book

Sarah Willis reported that the text and illustrations had been supplied to the publishers and that the proof reading stage was now underway. The current focus was on promoting the subscription offer. The promotional flyer was circulated and opportunities for promoting this discussed. It had been well publicised on various Club and Trust outlets. To date 120 subscriptions had been made which was a higher total than the final number of subscriptions in the Brazil book. Three Grecian Groups had also already agreed to support the book. The cut off date for making a subscription is 12 July.

Various initiatives including a launch event would be held to coincide with the 125th anniversary of the first known football match at St James' Park – around the weekend of 5/6 October. There would also be a talk on the book as part of the Exeter Literary Festival on Thursday 7 November.

Sarah agreed to discuss circulation of copies of the book for review with the publishers. The committee thanked Sarah and Aidan Hamilton for their immense efforts to get the book ready.

Review of HLF 2 and celebration event/annual forum

The HLF 2 project had been completed on time and the review report submitted to the HLF. HLF had been very happy with what the project delivered and had made a film about the work. This was shown at the end of project celebration event alongside the latest film 'Home' and the official opening of the Museum by a group of former players. HLF are directing other sports clubs to us for help and advice on their own projects.

The celebration event was widely considered to have been very successful with a professional look and feel. Some useful contacts had been made on the evening including Professor Justin Dillon from University of Exeter who has volunteered to develop a learning pack for the Museum.

There were no significant issues raised at the annual forum stage of the event.

HLF 3

A bid for funding for a further project had been made and we are currently waiting for the outcome of this. We were pleased that the PFA sent a letter of support. The bid includes a photographic display in the Centre Spot and the team are excited at the quality of photographs available.

Exeter City Football Club Museum Trust

The foundations of the Trust are now in place including a bank account. The next meeting of Trustees is on 19 June. Items for discussion will include setting up an advisory board, fundraising including grants and merchandise.

Grecian Archive

The Archive continues to grow. Photos and new information are being added to the A-Z player section. Plans are in hand to add sections on Managers, Chairmen and others of interest.

Paul Farley is starting to work on uploading information on every match. It will be a long process.

The team continue to deal with people contacting the Archive. Paul and Will Barrett are due to visit Daisy Bell's son after exchanges of information.

A memory box has been sent to a dementia group in Ottery St Mary. The contents reflected advice received that different items would appeal to people at a different stage of dementia.

It was agreed that an approach to various US military and sporting organisations might be beneficial given the items we held re US sporting events at St James' Park during WW2.

Heritage Centre

Brian Carpenter reported that he was meeting Will regularly at the Centre re digitising the Dave Fisher Collection. The Centre was happy for a Sporting Memories session to be held there. Items for a third major deposit at the Centre were being built up.

Football and War Network

Good contact has now been made with the Football and War network run by the University of Wolverhampton. Martin Weiler attended a seminar at Dulwich Hamlet on 27 March. He had been invited to write a blog for the Network on Exeter City's work to honour our war dead. This was published on 16 May. Plans are now in hand for a seminar to be held at Exeter City – hopefully in September.

Hall of Fame

Plans now need to be made for the next induction including a fan's vote. Consideration will have to be given to providing banners in the new stand for the new inductees.

Former Players Association

Paul reported that there had been an offer of help with organising an Association.

Former Player Graves

The restoration of Sid Thomas's grave in Higher Cemetery by his family was welcomed as an excellent example of how graves could be cleaned effectively.

It was noted that John Dockray's grave in the same cemetery was also in poor condition. Consideration was given to the possibility of restoration in time for the centenary of City's first ever Football League game in 1920 in which Dockray played. The first move would be to try and establish if Dockray has any living relatives.

Martin Weiler will be giving a talk to the Friends of Higher Cemetery on the various Exeter City related graves in the cemetery. This is at 6.30pm on Wednesday 14 August at the Cemetery.

Notes of previous meeting

The notes of the meeting held on 12 February 2019 were noted.

Matters Arising

It was noted that the Virtual Reality project had not been successful in its funding bid.

The Walter Tull project had resulted in further awards being made a Tull 29 medal and a Remember Together certificate.

Date of Next Meeting

Monday 30 September 2019