



**Minutes of WWSGL Board “Agenda A” Open Meeting on Thursday 27th February 2020
commencing at 7:00pm at Adams Park**

Directors Present: Nigel Kingston (Chair), Lisa Bowker, Alan Cecil, David Cook, John Derben, Tony Hector, John Jewell, Peter Lerner, Bob Massie, David Roberton, David Smith (Co-opted).

Trust Members: 23.

Apologies: Trevor Stroud.

1. Opening Remarks:

NK opened the meeting introducing himself (as the new Trust Chairman) and the remainder of the Board noting that TS was on holiday. He commented on the changed role of the Trust following completion of the investment deal highlighting the importance of fund raising to maintain our 25% stake and preserve our influence on the Club board through two nominated directors. Main reason for introducing new style open meetings is to promote greater transparency / increase dialogue between the board and members. Advised that club / playing squad matters would not be discussed. Asked that the meeting discussions were not posted on social media, advising that Minutes would be published.

2. Minutes from previous meeting and Matters arising:

Minutes of that part of the 30th January 202 meeting the Board considered would have constituted the ‘A’ Agenda were presented, accepted by the Board and signed by the Chairman.

Matters Arising:

- TH gave an update on the Trust Rules Review progress. The Committee had not met as the Football Supporters Association (“FSA”) Model Rules review not yet completed. Advised by FSA that they hope to complete it in course of the next few weeks and will advise us once done.

3. Election of Trust Secretary:

- NK confirmed that DS was standing down from the role. Noted that the role is a legal requirement and nominated TH (who accepted the nomination) for the position. Seconded by BM. Approved by the Board;
- JD thanked DS for the significant level of work (and the guidance given to the Board) he had voluntarily put into getting the investment deal completed;
- DS acknowledged the number of others who had contributed and expressed his pleasure at having had the opportunity to work with the Board.

4. Appointment of Open Board (Agenda ‘A’) Meeting minute taker:

- NK outlined the rationale for having a member of the Trust (rather than a Board director) taking the minutes. TH advised that Tina Davis had volunteered to act as minute taker and nominated her for the role. Seconded by NK. Approved by the Board;
- TH to continue to fulfil the role for this meeting, with Tina to take over from the next meeting.

5. Fundraising update:

- NK reiterated the importance of the Trust raising funds to contribute towards any future capital raising exercise. Confirmed that any funds raised and injected into the club outside of a capital call would be treated as a capital credit. Members present confirmed they fully understood the importance of future fundraising;
- a Fundraising Committee has been considering best way forward and decided focusing on one or two major events rather than lots of small ones would be best way forward;
- initial proposal is to hold a 'Party on the Pitch' at season end. Meeting to be held with Pete Couhig to discuss and progress as soon as possible;
- help and guidance on event management to be given by Martyn Broughton, calling on his experience of involvement with the Haddenham Beer Festival;
- number of other ideas being considered including, as a concept only at this stage, the Trust taking on responsibility for management of conferences – TS is looking at this and will put forward a paper in due course if considered to be viable. **Action: TS;**
- retention of 500 Club to be considered. Whilst a good fundraising vehicle in the past, focus / rationale will require full review.

6. Review of Election procedure for Trust Directors nominated to WWFC Board:

- AC commented on the process to be adopted to elect future WWFC Trust nominated directors, highlighting the need for continuity, noting the first vote will be held at the April 2020 Trust Board meeting – effective from 01July2020 to allow a handover period if required;
- 2 directors to be elected, one for a 2 year term and one for a 1 year term. One director to be elected annually thereafter for a 2 year term;
- PL clarified that nominations were open to Trust Board directors only;
- it was also confirmed that the electorate was the Trust Board directors only;
- BM advised the procedure to be used, a single transferrable vote system, was the one that was recommended to us by the Electoral Reform Society;
- NK reminded the meeting that the Club board will be made up of five directors, three nominated by Feliciano (Rob Couhig ("RC"), Missy Couhig and Peter Couhig) and two nominated by the Trust (Trevor Stroud and David Cook);
- nominations to the posts to be submitted to Trust Chairman (who cannot stand) by March Trust Board meeting. Election to be overseen by Trust Chairman and one / two others. Tina Davis and /or Maria Edwards to be asked to assist;
- each candidate to be nominated by one director. Any director can nominate two candidates;
- if an election is required, candidates to give a maximum three minute oral statement ;
- candidate receiving the highest number of votes to be elected for the two year term, the one with the second highest number of votes elected for one year term.

7. Migration of Trust Membership data / subs collection to TicketCo / Sendinblue:

- NK commented on the proposal to review the general subscriptions structure and also update the manner in which data is collected and maintained;
- use of TicketCo recommended after extensive research / discussions. Would become a 'one-stop shop' for all supporter / fan needs, allowing easier data collection / generation / management through a dedicated Customer Relationship Management system;
- Sendinblue to be used for future GDPR compliant communication in preference to present InTouch system and MailChimp which had also been considered;
- discussions to be held with RC regarding a suite of benefits that can be provided to members as part of the restructure of a subscriptions package;
- aim to move away from use of standing orders (members will be advised when to cancel as appropriate) and use a Continuous Payment Authority system instead. TicketCo hope to have this facility in place for 2021;
- looking to start restructure in time for the new season, but dependent on discussions with RC and club's plans for renewal / new Season Tickets;
- impact on Life Members, who had paid £500 for the privilege, to be considered. Believed there are c.20 remaining. **Action: NK to confirm.**

8. Trust website revision:

- having decided to revise and update the website, an appeal was made to fans with technical know-how for assistance;
- aim to make website more user friendly, facilitate payments being made, allow fan interaction (raise / leave comments), provide links to club, TicketCo, WWSET, OWWSA, etc., without cross-over into matters covered by the club;
- one volunteer chosen to help after several came forward. Process has started and it is hoped to have a first draft available for testing in the course of the next few weeks. Intention is to have draft presented to the Trust Board at the March meeting;
- as part of process, looking at whether necessary and, if so, how to re-badge the Trust to ensure the message and brand reflects our revised purpose;
- robust discussion ensued (including comment from members) on whether the Trust needed a name change, needed to ensure clear differentiation, avoided any perception of a backwards step, appealed to the wider community;
- noted that the majority of clubs had Supporters Trusts which did not have any element of ownership;
- background to formation of the present Trust, being an amalgamation of (a) Wycombe Wanderers Supporters Trust (which was formed in 2004 by Francis Glenister and Keith Blagbrough, gaining one seat on the club board by raising the sum of £100,000 - achieved ultimately by a donation of £35,000 from Francis Glenister) and, (b) The Founders Trust (which was created by the club Board and having a seat on the club board allocated by the club Board). Importance of embracing and respecting our heritage noted;
- further discussion on potential rebranding to be held and brought back to the next board meeting as appropriate.

9. Trust Privacy statement / Trust specific Data Protection policy:

- DC commented on the need for the Trust to have a statement / policy separate to that of the Club's;
- drafts have been prepared and circulated to the Board for review and comment;
- directors to review and provide any comment to DC within the next 10 days. **Action: ALL;**
- statement / policy will be published on the Trust website once agreed.

10. Volunteers update:

- JD commented on the challenge of maintaining and managing volunteers going forward. All volunteer for football related reasons, to help the club succeed and save money;
- there are c.100 volunteers registered. The database now managed by the club with aim of a club staff member being available to help develop future activities;
- however, the Trust will also need to have access to volunteers to help with its future projects;
- JD to prepare a paper on how he sees this being best organised to grasp opportunity to strengthen / grow volunteering numbers. **Action: JD;**
- LB commented on the amount of work a group had undertaken to install a camera pole at the training ground for use by David Waite, particularly wishing to commend the amount of manual work her son had put in.

11. Safeguarding:

- the Club and Trust had been audited four times over the last two years. The December 2019 audit showed the Group was compliant in 17 of 25 areas. At the February 2020 revisit, the auditor was happy all previously non-compliant areas had either been fully addressed or in course of completion;
- a Safeguarding Committee has been established to ensure matters are / remain compliant. Minutes of previous meeting attached as an Appendix;
- auditor has advised there is no need to have separate Safeguarding policies for the Club and Trust in view of the demonstrably close co-operation between the two;
- Dr. Bernardo's will perform an audit later this year. 10 days notice to be given, with audit to last two days. Audit will be strictly evidence based.

12. A.O.B.:

- NK: - recorded his and the Board's thanks to TS for the amount of work he had put in to get the investment deal completed. Looking at whether / how the Trust should recognise this by way of something tangible (not necessarily financial). Will consider ideas. **Action: NK;**
- contributions of Andrew Howard and Don Woodward in getting the Trust and Club to the current point also recognised.

13. Trust Member Questions:

- confirmed that if 500 Club was to be continued, funds raised would count towards the Trust's future capital contribution;
- DS clarified that the Trust had not been able to secure agreement with RC to the rent discount counting as a capital credit and discount period was extended to seven years;
- very robust and detailed discussion ensued. Noting: level and cost of works required to bring stadium up to standard, club to be entirely responsible for undertaking all work without any direct financial contribution by the Trust for remedial work, extension of lease to 25 years with upwards only review after 10 years and 5-yearly thereafter; discount falling away if (a) the Couhig family relinquish control of the club and / or (b) in 2nd year after any promotion gained to the Championship;
- club responsible for ongoing maintenance / repairs under the terms of the lease;
- confirmed that Trust Members had not previously been made aware of these changes.
- Frank Adams Stand roof most important / expensive item on list of remedial work. Western terrace tarmac remedial work also crucial. Work in these areas can only be undertaken out of season, so other areas may see attention earlier.
- future Trust financial contributions only required in event of capital calls. **Subsequently clarified that capital calls can only be made if agreed by a shareholder / shareholders who hold 90% of Voting Shares;**
- confirmed that only legal mechanism under which Trust can lose shares would be through dilution;
- fund raising target previously considered at c.£50k per annum, but will need to be revisited.

There being no further business, the meeting was closed at 8:55pm.

Next Open meeting: 7:00pm Thursday 26th March 2020.

Chairman...Approved at Video conference meeting

Date.....26 March 2020

Wycombe Wanderers Trust

The trading name of

Wycombe Wanderers Supporters Group Limited

Registered society no. 32456R under the Co-operative and Community Benefit Societies Act 2014

Adams Park, Hillbottom Road, Sands, High Wycombe, Bucks. HP12 4HJ

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Minutes of Safeguarding Committee Meeting 10th February 2020

1. **Present:** David Cook, John Derben, Kelly Francis (SSM), Richard Heberd, Gordon Reilly (DSO), David Steel
2. **Apologies:** None
3. **Minutes of Previous Meeting and Matters Arising:** None, this being the first meeting of the Committee.
4. **Actions Arising from December EFL Audit.**
 1. Safeguarding Organisation Chart: it was agreed that the chart be updated to include Volunteers – **DC**
 2. Safe Recruitment: it was agreed that the SSM would ensure that mention of Safeguarding awareness and responsibilities be included in all recruitment advertising, interviewing and staff induction. In addition, staff having direct, regular contact with vulnerable individuals would be required to attend necessary training leading to appropriate certification – **KF**
 3. The Safeguarding policy needs to be updated accordingly – **DC**
 4. WWLFC interview reports conducted late 2019 have been scanned, exact location of the scanned copies to be agreed – **KF/GR**
 5. David Steele agreed to becoming the Designated Safeguarding Officer for WWLFC with immediate effect.
 6. Single Central Register: the register will need to be updated to take account of:
 1. GR needs to renew his DBS certification in May. To that end, both he, KF and DS will register for the next Child Safeguarding Course.
 2. It was noted that DC and KF have registered to attend the FA Safeguarding Children Workshop on 19th February
5. **Training**
 1. Immediate needs and actions have been covered under 4.6 above
6. **Incidents and Resulting Actions**
 1. Bristol Rovers Home fixture 8th February 2020: two Bristol Rovers fans 15 and 17 years of age, attended with evidence of possession and/or use of drugs. They were dealt with by Thames Valley Police (TVP) and were handed back to WWFC care subsequent to being processed by TVP. They were finally handed over to the care of a responsible group of departing Bristol Rovers fans.
 2. At the same fixture, a young adult with special needs was left unattended for a short period of time. The incident was reported to the Control Room and the DSO spent time with the individual until his father returned.

3. The incidents have highlighted the need to generate Safeguarding Incident Reports – **GR to address**
4. The Safeguarding Policy will be updated accordingly – **DC**
5. DS offered to assist the DSO on matchdays, when available, should safeguarding support be required and this offer was accepted.
6. There were no reported incidents by WWLFC.

Date of Next Meeting: Wednesday 6th May at 2pm at Adams Park

Signed Date