

**AFCW PLC**  
**Minutes of Board meeting held at 7.30pm**  
**On Thursday 15<sup>th</sup> October 2020**  
**(online meeting)**

**Board Members**

Iain McNay (Chair)  
Mick Buckley  
Mark Davis  
Anna Kingsley  
Ed Leek  
Jane Lonsdale  
Joe Palmer

**In attendance**

David Charles (Company Secretary)  
Conor Daly (Minutes)  
Graeme Price (Observer))  
Tom Rawcliffe (Financial Controller)

**Introduction and apologies**

- DG sent his apologies in advance of the meeting.

**Minutes of the meeting 13<sup>th</sup> August 2020**

- The minutes were approved. MD reminded the board that there had been a DT resolution to publish redacted minutes of AFCW PLC board meetings and undertook to follow up on this.

**Management Accounts**

- TR summarised the management accounts:
  - Sale of NRSTs has covered budgeted 30% attendance for the season.
  - Club has received pro-rata expected solidarity payments for season so far, £804k.

**Budget and Cashflow**

- TR introduced the current budget:
  - Reminded group that forecasts were showing £1.25m from sale of debentures and NRSTs (versus budget of £1.5m)
  - 80% of debentures have been paid for alongside £100k for hospitality debentures.
  - Better data regarding response to digital campaigns on selling debentures will be arriving in the coming weeks.
  - Greatest unknown is operating costs in the new stadium. The club has done its best to model and account for this.
  - Importance of looking after sponsors, at a time when games aren't being played in front of fans, and investigating whether additional exposure could be offered beyond adverts behind the goals.
  - IM stressed the importance of thinking ahead regarding the finances for the 2021/22 season. With the MSP loan having to be repaid, including rolled up interest, the possible reluctance of sponsors to

continue supporting the club so generously after very little exposure (so far anyway) in the 20/21 season, and the possible continuing effects of COVID, the club could be faced with a very challenging situation.

- There were no further comments on the budget.

### **Stadium Progress, Stadium Financing & Re-financing**

- JP hoped that discussions between the EFL and the EPL would show meaningful progress over the next six weeks.
- There is still a high level of uncertainty concerning a return date for fans in stadiums; an earlier return could allow the club to build a cash buffer for next season:
  - JP is keen to diversify revenue streams further as a hedge to this uncertainty. Meetings upcoming relating to opportunities in education businesses.
  - JP urged creation of a small advisory group to focus on entrepreneurial, differentiated business lines. MB offered to help JP bring the group together and IM volunteered to participate on it.
  - TR added that challenges remained regarding day to day workloads.
- GP proposed offering original and recent PLB investors an opportunity to reduce the interest rate on Plough Lane Bonds given the challenges the Club faces with COVID-19 and general interest rate movements since the bond was launched.
- Stadium initial practical completion date is 25<sup>th</sup> October will be missed by a bit, so handover will be on 7<sup>th</sup> December. Idea is for test event on 29<sup>th</sup> October to be successful to secure safety certificate to allow club to play first game on 3<sup>rd</sup> November.
- TR noted that refinancing had been completed on a due IT hardware cost restructuring a £250k cost to be paid over 5years.
- MD announced the DTB's intention to close the second round of equity raise at the AGM on 17<sup>th</sup> December, view that additional approval could be sought to raise another £250k spare (over and above £400k that has been identified), just in case further takers come along.
- MD and EL have received some very good applications to the Refinancing Committee, will be contacting applicants shortly and EL believes could be operational in one week.
- TR and EL discussing with Seedrs the possibility for 2002 equity investors to trade their shares on the newly launched secondary market platform. Some fans have been uncomfortable with the Seedrs nominee voting on this class of shares (i.e. the underlying investor does not directly vote their shares), so this will need to be made clear in communications. Individual shareholders can decide whether to opt in or not.

### **Governance Review**

- The board noted the progress to date. Nothing to report since last DTB meeting, MD owes thoughts on quick wins.
- IM underlined the importance of addressing this topic comprehensively, as soon as possible.

- In response MB noted that it was for the DTB to make any changes, not the PLC, that having sat on the three boards (PLC, DTB and FCB), given the size and complexity of the business, it would be good to examine a less convoluted structure, blending our democratic strength with expertise so as to inspire confidence from stakeholders including capital providers. MD added his personal observation that the new DTB would need to address unrealistic expectations from members towards a volunteer-only board responding same-day to industry developments and ever more pressing deadlines and greater workload.

### **Recruitment and Resourcing**

- JP updated on recruitment: looking for Head and Assistant groundsman; marketing coordinator but not, for the time being, a stadium revenue manager.
- JP looking forward to completing first game at stadium which will release him to address projects related to performance review system, among others.

### **Debenture launch and Season Ticket update**

- IM noted that earlier discussion had addressed this subject and no further questions or comments were forthcoming.

### **Process for nominating DTB nominees to AFCW PLC board post-AGM**

- MD noted pockets of concern from members around a situation of a few weeks where the DTB was in transition and would technically lose majority representation on the AFCW PLC board
- MB believed easiest to have DTB members in continuum; however, it was noted this was not ideal.
- IM suggested that the PLC Board could simply agree not to meet during this interregnum, which should allay fears.
- MD undertook to revert on this, having discussed with DTB colleagues.

### **AOB**

- IM requested unredacted minutes from DTB meetings as well as JP's FCB report. MD to address implementation.
- IM and MB extended their immense gratitude to the executive team for their extraordinary hard work in delivering the new stadium.
- JP will receive confirmation on the registration of the stadium's new postcode as part of the stadium designation in the coming days.

### **Date of next meeting**

Thursday 10<sup>th</sup> December at 7.30pm  
The meeting concluded at 21:45

Signed  
I McNay, Chair