

Dundee FC Supporters' Society Limited

Moving Forward Together

(Registered by the FSA under the Industrial and Provident Societies Act 1965 – Reg. 2639 RS)

DFCSS LTD. BOARD MEETING – MINUTES

Saturday 18th June 2011, 10am, Boardroom, Dens Park Stadium, Dundee

Present: Bill Brewster, Dave Forbes, Scott Glenday, George Harris, John Keith, Fraser MacDonald, Stuart Murphy, Colin Reid

Apologies: Maurice Kidd, Graham Smith

Scott opened the meeting and thanked everyone for attending. Scott indicated that Ron Hill had tendered his resignation and this had been accepted.

1. **Approval of Minutes**

The minutes of the Society Board Meeting held on 14th May were amended to note that Gordon Samson “may be approached to create a seniors group” instead of “is to look at creating a seniors group”, and were then proposed by George Harris, seconded by Colin Reid, and unanimously approved.

2. **Matters Arising from previous meeting**

Scott summarised some points from the previous meeting which he felt were worth highlighting:

- Marketing plans are to be revisited
- Wave 102 plan a day promoting the club
- The Juniors situation has changed and as it is run in-house by DFC staff with help from volunteers, this means Colin’s role is to head up the volunteers and act as liaison with the club.
- Fraser is to update the organisation chart
- After discussion it was agreed that the Penman would be a suitable venue for the forthcoming meeting, but it must be ensured that door staff are familiar with the disabled ramp. Access to members only is also to be reviewed. George suggested an invitation to be brought along (for those without membership cards) and a printed register to verify names against.

3. **Junior Dees**

Further to the change indicated above, a start-up meeting with all involved is needed and Colin is to arrange this with Harry MacLean.

Kenny Valentine has identified some suitable volunteers, and Fraser stated that since it’s a club operation, we need to ensure tables and volunteers are separate for Juniors and for the Society. John voiced concerns about the number of volunteers and tables, so a list should be drawn up (John has approx 8 regular and 4 other matchday helpers, and at least four more would be needed – as well as additional tables – for Juniors). Scott suggested volunteers could rove around before kick-off with rucksacks of forms/packs and target families, asking if the kids are members.

We are to go public as soon as possible with regard to the joint funding arrangements by ourselves and the Business Trust. It was noted that this funding of £5000 needs to be ring-fenced within the football club. How far this will stretch depends on how many members we have, what we charge, etc. but it was felt that £5 a head would nevertheless be a good start for packs for a thousand members. John mentioned that it was paramount that the packs are ready for distribution at the start of the season.

The Billy Steel Dark Blues are keen to help with funding arrangements however Stuart was at their AGM last night where various proposals of financial assistance were discussed including Gold/Platinum Memberships. George thought this was a good idea as memberships which have been purchased can then be raffled to boost individual club funds. It was agreed that funds should be pointed towards consolidating the fans’ shareholding at all times (preferably through the Society but it’s up to clubs themselves of course). Money going to the club via the Society would have all

DFCSS LTD. BOARD MEETING – MINUTES

Saturday 18th June 2011

the benefits and credit of going directly to the club, but with the added advantage of more shares for the fans.

Fraser asked that all Junior membership forms have the proper wording re data sharing, and John advised there are some new protocols in this regard which he will forward.

Scott reiterated that everybody associated with the Junior Dees should have proper accreditation. Colin is to see to his own and ensure all others have this.

4. Legal Documentation and Members' Meeting

A lengthy discussion took place outlining the timescales and actions still to be resolved in regard to the post-administration documentation still to be completed, as well as a timescale for this and a meeting of the Society's members.

5. Preparation for Members' Meeting

After covering the status of documentation, the board moved on to preparation for the meeting itself. At this point, Dave Forbes had to leave the meeting due to work commitments.

Given the different opinions among those on the Society board, a discussion took place regarding who, what and how the shareholding situation and various alternative routes forward should be presented. Stuart made a very valid point that in parliamentary circles, a period of "purdah" exists during which statements are not to be made which might influence elections, and it was reiterated that the Society board should not make statements as individuals on internet forums, reflecting existing policy. Any personal discussions should be prefaced with a statement that these are personal views and there are a whole host of views.

The EGM should include, following an introduction from Scott:

1. Presentation of the Manifesto on Powerpoint
 - This will serve to inform
 - It is hoped that more volunteers will come forward
 - Jacqui and Kenny are to be asked to present
2. Presentation of the current shareholding situation and discussion of the advantages and disadvantages of dilution in return for additional investment
 - This section is much more about discussing and debating – just a brief outline of the various scenarios then lots of questions and answers
 - Possibly invite someone from Wave102 to facilitate the Q&A. We need a mixed panel to answer these, Stuart and Scott excluded themselves, Fraser is well placed to answer many questions and can be impartial but a balance of views is needed, so the panel has to be determined.

Stuart is keen for us to prepare fully including a mock meeting with prepared answers, knowing who should answer each potential question. It should be considered whether online voting is possible.

6. Boardroom Feedback

The level of feedback provided has generally been very good, although two key areas were highlighted by John: the lack of consultation ahead of SFA and SFL general meetings, and the some information was still more freely available via third parties than from our representatives. Scott replied that he is happy to be given direction from the Society Board and added that he was of the opinion that Stuart had been giving adequate feedback.

George felt that certain club board members were not keeping matters such as player signings confidential. Our representatives cannot be criticised for adhering to confidentiality as required, while others breach it and information becomes public. This will be raised at the club board meeting on Tuesday.

DFCSS LTD. BOARD MEETING – MINUTES

Saturday 18th June 2011

The season ticket sales are now picking up. Fraser asked about the game against Dundee United and was informed that there are plans fixed yet to stage this match and refunds can be requested. The manager has been given a budget which he is adhering to, and any players identified are brought to the Chief Executive's attention who arranges contract negotiation etc. but until then only the manager is involved. Barry has given a commitment that players will be available for community involvement provided he is given adequate notice (ideally a month, min 2 weeks).

Fraser asked when we can expect to see last year's accounts for the Club, and Stuart replied that the Club have new Auditors and these should be to hand by the end of June.

7. Society Finances

The board were provided with copies of the accounts to the quarter ended 31 March 2011. This will be examined by the directors and will be on the agenda for the next meeting. Bill expressed his thanks to the finance group for the detail and layout and this was appreciated by the board.

Bill confirmed that we had not yet exceeded our limit in terms of VAT liability, but that a meeting is planned with HMRC in July (date to be arranged) to expedite the setting up of a VAT Registration Number.

Our expenditure procedures were out of date given the obsolescence of a single "fans' rep" role, and that all directors could be classified as office bearers with the new organisation chart. Our levels of expenditure have also increased, so after some debate it was agreed that as before, individual directors could sign off up to £300 inc VAT. Now, for amounts up to £2,000 inc VAT, three out of four approvals are required from the chairman, vice-chairman, treasurer and secretary, and additionally, all three signatures will be required on a purchase order instead of just two.

As before, for amounts in excess of £2000 inc VAT, board approval is required. Fraser clarified that per our rules, this meant either approval by majority at a board meeting where the expenditure had been tabled on the agenda in advance, or by way of a written resolution bearing the signatures of all directors. Additionally, to help audit trails, all purchase orders of this category must bear three directors' signatures plus have the corresponding minutes or resolution attached for the treasurer's files.

A proposal to formally approve what had been agreed, to donate ten percent of the proceeds of the bike raffle to charity (amounting to £356.60) was proposed by Scott Glenday, seconded by John Keith and unanimously approved.

8. Membership

The departure of Ron notwithstanding, this area needs a lot more focus in terms of sales and marketing. This is now seen as a priority and Scott stressed the importance of being far more efficient going forward. Scott asked everyone to review their position as he felt that the duties could be amended shortly to ensure the Society's future success. This will result in a series of one to ones with Scott, who asked for an e-mail from every director with suitable times/dates.

Scott has accepted Ron's resignation and spoken with him, and in light of the above proposed that Jacqui Robertson be co-opted to the board. This was seconded by George Harris. John Keith proposed Kenny Valentine but in light of Jacqui's match to the required role and responsibilities, rather than the individual, no seconder was received. Scott is to ask Jacqui if she is prepared to accept the position and to take on responsibility for community work. Colin will now take over the running of the membership area.

Fraser had no reply from any of the marketing group following an invitation to have a meeting at Dens today, and he and Colin felt that in light of the feedback Ron had received from Art, we would take a different approach going forward. John raised the need for us to have a brand identity.

A separate meeting of all involved in DFCTV is to be arranged by Colin.

DFCSS LTD. BOARD MEETING – MINUTES

Saturday 18th June 2011

In order for the club to ensure that we are not charged again for the ticket proportion of Platinum events, members should present their voucher on matchdays. Voucher number one should be removed from season tickets before being issued to them, as the next events will be on 13th August (the first home league game) and 24th September. All season tickets have now been paid for at early bird prices, although a few members have still to confirm their required seats, and will be sent out early in July.

9. AOCB

Given time constraints, community, events and merchandise (particularly a line of small items to attract kids to the tables) are to be left for the next meeting.

Colin and Fraser are assisting with the website while Graham is recovering from surgery.

The Dundee Mad 100 Club is being arranged independently of the Society, although we are aware and have discussed it with the organisers.

The meeting closed at 2.45pm.

Date of Next Meeting: The next board meeting will take place at 10.30am on Saturday 2nd July at Dens Park Stadium, Dundee.