



Dundee FC Supporters' Society Limited

Moving Forward Together

**Minutes of the DFCSS Board Meeting held at: LJRH Architects' office, 18 South Tay Street
On - 4th February 2020, commencing at 7.45pm.**

Meeting Chair: Calum Findlay (CF)

Minute Secretary: Ian Baird (IB)

Attendees: Carol Findlay (CIF), Bob Hynd (BH), Dave Forbes (DF) Calum Findlay (CF), Norrie Price (NP), Ian Baird (IB) and Mary Coyle (MC)

Apologies: None

ITEM	AGENDA	ACTION
	<p>Introduction: CF was appointed to chair the meeting in accordance with the chairing rota of: Dave – Bob – Carol – Calum – Norrie.</p> <p>MC was warmly welcomed to her first meeting as a Society volunteer.</p>	
1.	<p>Minutes of previous meeting/matters arising/approval:</p> <p>It was agreed that all matters arising will be covered under the appropriate agenda items.</p> <p>The Minutes of the meeting on the 30th October 2019 were proposed by BH and seconded by CIF.</p>	
2.	<p>Secretary's report:</p> <p>IB gave an update on the FansBet situation and the Board agreed to await the outcome of the ongoing developments. No further action required.</p> <p>IB confirmed the following regarding the Society's Primary Representative nomination: The Society's solicitor advised that the Club's 'Articles of Association' provide in Article 81 that:</p> <p><i>The Supporter Shareholder (DFCSS) shall nominate one person to act as the primary representative of the Supporter Shareholder on the Board of Directors of the Company (DFC). Subject to death incapacity or operation of law, or any of the events in Article 86 (bankruptcy, etc.) the Supporter Shareholder cannot then remove or replace such director for a period of at least 3 months following his or her appointment.</i></p> <p>The Society's solicitor also advised that in his opinion the other Club directors and shareholders have no right of veto of the appointment (i.e. the Society's nomination).</p> <p>IB reported that notwithstanding the above John Nelms verbally confirmed to the Society directors on 4th January that the nomination was not acceptable due to the nominee's "perceived relationship" with a past director of the Club. No further information was provided other than a reference to an unnamed third party with whom John Nelms has had discussions. IB also advised he'd asked BH to discuss the matter with John Nelms and confirm that he would be happy to meet with JN and any third parties to hopefully dispel the perceived concern. In the meantime the Board agreed to continue to seek a</p>	



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<p>suitable member to fill the vacant position.</p> <p>IB then summarised the other key points from the meeting with John Nelms on the 4th January including confirmation that the Society is to be invited to upcoming meetings between the Club, Charity, DSA and Dee Promotions. It was also confirmed that the Club is favourably viewing the Society's involvement with the steering group that's working to establish the DFC Historical Trust.</p>	<p style="text-align: center;">All</p>
<p>It was agreed that there should be future meetings between DFCSS and DSA as well as DFCSS and the DFC Community Trust with the aim to increase the level of Society involvement in a range of activities. To this end It was proposed that Greg Fenton (GF) of the Community Trust would be asked by Pam Rodgers to contact IB.</p> <p>Finally, it was agreed that the outcomes from the meeting could be shared with the Society members at the forthcoming AGM.</p> <p>In a footnote to the above; it was noted that there was a meeting during week commencing 27th January between the Club, Charity, DSA and Dee Promotions to which the Society was not invited.</p>	<p style="text-align: center;">IB/GF</p>
<p>IB presented a brief report on the successful Society AGM held on the 11th January.</p> <p>IB requested information on the SLO situation and it was agreed that IB should seek an update from John Burke.</p> <p>IB confirmed there was a shares enquiry from a Member on behalf of third party which was responded to by BH in January.</p> <p>IB advised the meeting on the recent website updates by MTC.</p> <p>IB confirmed that the membership total stands at 190.</p>	<p style="text-align: center;">IB</p>
<p>There was discussion relating to the proposed re-focus on Dee4Life branding with general agreement on what needs to be done however no strict timescales were set other than 'as soon as possible'.</p> <p>IB reported that on 19th January BH suggested it would be good if the Society and DSA were to release a joint statement focussed on encouraging the supporters to do everything they can to rally round and help the team through the vital league games ahead on the basis that there's all to play for and the supporters can have a major influence on the result of future matches. IB duly forwarded an email to Kenny Ross on the 20th January and unfortunately there has been no response.</p>	<p style="text-align: center;">IB/CF/NP</p>
<p>IB updated the Board on his positive meeting on the 23rd January with Greg Fenton and Craig Murray of 'DFC in the Community Trust'. The key outcomes included the following suggestions:</p> <ul style="list-style-type: none"> • Society support for the Trust's 'Primary School Soccer Centres'. • A joint fundraising event to support community activities. • Society and Trust to consider organising alcohol free pre-match events for young families and friends. <p>The Board agreed that the suggestion of the Society providing support for the Community Trust's 'Primary School Soccer Centres' should be appraised and DF agreed to help. A joint meeting was proposed and subject to the outcome of the meeting it was agreed that the Society should look favourably on covering a financial shortfall of £887.50 relating to</p>	<p style="text-align: center;">IB/DF</p>



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	<p>the unanticipated increased costs between 1st April and 28th May 2020.</p> <p>IB reported on the following question raised by a Member prior to the GM: <i>I would like to know how the society can help the club re-engage with the very disillusioned fan base?</i> In response, it was suggested that the Society could ask members to submit questions that can be put to the Board via BH with responses fed back to members and recorded in the minutes of future meetings. It was also agreed that a request should be forwarded to the Club Board to ask if the Directors would be willing to participate in occasional Q&A's.</p>	IB/BH
3.	<p>Finance Director's report:</p> <p>BoS account: BH is pursuing this matter as reported below.</p> <p>Bank balances:</p> <p>CIF delivered a financial update.</p>	BH
4.	<p>Primary Representative's report:</p> <p>As reported under Item 1 above the Club has objected to the Society's nomination.</p> <p>The Board continues the search for a suitable individual.</p>	All
5.	<p>Secondary Representative's report:</p> <p>BH provided an update on the BoS account situation. He confirmed that John Nelms has signed the transfer forms however David Gray has yet to decide on whether or not to sign and will discuss the matter with his contact at the BoS following his return from leave on the 10th February.</p>	BH
6.	<p>Bank of Scotland Business Account:</p> <p>Reference item 5 above.</p>	
7.	<p>Proposed DFC Historical Trust update:</p> <p>IB provided an update on the proposed DFC Historical Trust steering group activities including details of: ongoing legal and banking matters, the Charitable Trust (SCIO) application, the website proposals, the Trust launch event and request for financial support to the DFCSS Board.</p> <p>IB confirmed that the steering group is continuing to seek a formal expression of support from the Club including assurances regarding the use of the Club's IP etc.</p> <p>In conclusion, the request for financial support referred to above was responded to positively in principle subject to further information being provided on costs and a limit on the total contribution of approximately £1,500 to £2,000</p>	IB
8.	<p>Website, Facebook and Twitter:</p> <p>MC and CF updated the meeting on the Society's current Facebook situation and it was agreed that if the current Facebook pages can't be accessed a new 'Dee4LifeTrust' page should be established. Further work is required and progress updates will be reported in due course</p>	MC/CF



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9.	Future Society activities: Reference items 2 and 7 above.	
10.	AOB: Linked to the last paragraph in item 2 above there was discussion relating to the need for an updated appraisal of the members preferences with regards to fund raising, the dispersal surpluses and the requirements for adequate reserves. NP agreed to draft a questionnaire to be forwarded to the members and IB agreed to forward details of 2014 questionnaire and responses to NP for guidance.	NP/IB
11.	Date of next meeting: 17 th March 2020 (Postponed due to Coronavirus)	