

Minutes of HUST Board Meeting held at Edgar Street at 7.00pm on Thursday 25 February 2016.

Present: Board Members - Chris Williams, Mike Langford, Andy Carr, Tristan Edwards, Francis Williams, Richard Tomkins, Russell Cheasley.
Minutes Secretary - Peter Davies.

1.00 Apologies for Absence

Action

1.01 Apologies were received from Andy Swift and Craig Goodall*

**Craig Goodall communicated with those present at key stages in the meeting via mobile telephone.*

2.00 Welcome, Introductions and Members Thoughts

2.01 Pending a decision on who should be Chairman until the next AGM, Chris Williams welcomed everyone to the meeting and presented a suggested agenda together with an outline of key roles and responsibilities for consideration by the incoming Board.

2.02 Prior to dealing with specific matters on the tabled agenda it was agreed that the Board members should discuss what they each considered to be a priority:

2.03 Andy Carr thought that it was important to establish what the main priorities were and to be seen to act upon them allocating tasks and roles to individuals or working groups as appropriate.

2.04 Mike Langford stated that in order that accurate end of financial year statements to be collated he considered that it would be preferable if the AGM was re-arranged to take place in mid-October. Russell Cheasley agreed that it would be better to wait until after the peak summer holiday period and after the start of the football season. After further discussion the proposal was put to the vote and it was unanimously agreed that this proposal be implemented subject to conformity with the Constitution that states that *the AGM be held within 6 months of the end of the financial year (31st May)*.

2.05 Mike Langford thought it important to allocate specific roles to the Board members as soon as possible stating that, when each member's strengths and areas of expertise become known to the other members, it would be possible to reallocate the roles if necessary.

2.06 Tristan Edwards wondered whether, with so many challenges facing the Board, it might be better to bring the March Board meeting forward. It was generally agreed that it would be better to hold meetings on the last Thursday each month as planned but

- that members should ensure that any correspondence and emails are circulated to all Board members for information and comment. **Action**
- 2.07 A proposal to hold meetings before home matches was discounted as many members of the Board are involved in fund-raising and voluntary activities at the ground. It was agreed that the Board could meet after matches if a situation arose that required members to meet between the monthly meetings.
- 2.08 Richard Tomkins felt it was important to set the Board's priorities and agenda stating that those priorities should be determined by the Board in consultation with the members. He stated that the Board should not feel pressurised into dealing with issues just because they appeared in a Bulls News article or on social media. Those outlets should, however, be used to promote HUST and inform the fan base of what is happening.
- 2.09 Frank Williams stated that he thought that HUST members would want to see specific roles allocated to members of the Board and the three members serving on the HFC Board and that good "black and white" publicity was crucial. With regard to the number of members he pointed out that the number rose on the formation of the new club with many fans of other clubs joining HUST to show their support and solidarity. It was inevitable that most of these members would not renew their membership. However, he would like the Board to have a membership drive with the aim of increasing the number of members to 1,000 over the next few months.
- 2.10 Richard Tomkins issued a blank pro-forma of contact details for Board members to complete. He will circulate the completed form. **RT**
- 2.11 Tristan Edwards and Russell Cheasley agreed that sorting out the priorities was the most important initial task for the Board. The allocation of roles to members to deal with those priorities would naturally evolve.
- 2.12 Russell Cheasley said that the membership ought to be consulted on what they wanted HUST and the Board to achieve. Mike Langford queried how this might be done.
- 2.13 Being unable to attend the meeting Craig Goodall had emailed all members of the Trust Board with his thoughts which were that the roles of Chair of the HUST Board and that of Vice-chair of HFC were incompatible and that there should be a clear separation between the leadership of HUST and HFC. He was of the opinion that the three HUST representatives on the HFC Board had done a good job to date and should therefore continue to be members of the HFC Board and that it was critical for the HUST Board to spend time debating and agreeing priorities focussing on key areas as the

life-span of the Board is short. He summarised those priorities as a root and branch governance review including the redrafting of the Constitution and a protocol for appointment and removal of HUST/HFC Board members, the operation of a full and proper election prior to the 2016 AGM, engaging the membership on their priorities for the future of HUST and HFC, and the development of income streams to raise a minimum of £58,000 per year. **Action**

2.14 It was the Board's consensus that it should concentrate on establishing the priorities.

3.00 Report from the EMG and Matters Arising there from

3.01 Chris Williams thanked the EMG for their efforts in organising the election and proposed that their recommendations be accepted in full.

3.02 This was agreed unanimously and Andy Carr was requested to email the members of the EMG and publish a statement on the Trust website. **AC**

3.03 With regard to election and Board membership policy and governance Craig Goodall, who is conversant with the HUST Constitution and who has experience in this field, agreed to take on the role of Governance member. **CG**

3.04 The idea for a policy for appointing directors to the HFC Board was discussed. Frank Williams thought longevity to be important and, as the Chair of HUST could change every year, it should not be policy for the Chair of HUST to automatically become the Vice-chair of HFC. The HUST Board should nominate members to serve for a number of years to guarantee continuity.

3.05 Chris Williams outlined the process by which the current HUST members of the HFC Board were appointed and their roles on the HFC Board. Frank Williams stated that in his opinion the three current HUST representatives on the HFC Board should continue in those roles and that Martin Watson be invited from time to time to report to the HUST Board on matters within his remit on the HFC Board. He stressed that although serving on the HFC Board their primary job is to represent the members of the Trust.

3.06 Frank Williams proposed that, to ensure continuity, longevity and sustainability, the three serving HUST representatives on the HFC Board continue in their current roles irrespective of their positions on the HUST Board. The proposal was seconded by Richard Tomkins.

3.07 Tristan Edwards tabled an amendment that the three serving representatives on the HFC Board continue in their current roles for

the time-being until the HUST Board decide otherwise after a review of governance which is to be undertaken before the next AGM. The amendment was seconded by Russell Cheasley and voted upon. Five members voted for the amendment with two members abstaining.

Action

Resolved:

That the existing three HUST appointed HFC directors continue to serve on the football club board. These appointments will be reviewed at the HUST AGM or once HUST's governance review has been completed depending on whichever event comes first.

- 3.08 Tristan Edwards did not think it appropriate for the three HUST members on the HFC Board to have specific roles on that Board in the future but accepted that in the current circumstances this was inevitable.
- 3.09 Frank Williams reiterated the view that the Board should be representative of the views of HUST members with regard to the above.
- 3.10 The comment by the EMG on the integrity of membership data was discussed. It was confirmed by the minutes secretary, who has also been processing membership applications pending the appointment of a membership secretary, that he had identified some duplicate entries on the register and a few entries with what appeared to be false names or addresses. He has copied all details of those members who have renewed up to the 2016 AGM to a separate Excel spreadsheet and informed Andy Carr of any changes to contact details so that the circulation list can be updated. As far as he is aware there are no anomalies on this list.
- 3.11 Frank Williams proposed that supporters buying season tickets should be given the option of joining HUST at the same time thus strengthening the bond between the Club and the Trust. The proposal was seconded by Chris Williams and passed unanimously, it being noted that the proposal would be subject to HFC Board approval.

Resolved:

That the board approach the board of HFC to request that consideration be given to implement a system whereby supporters purchasing season tickets be given the option to join HUST as part of the same transaction.

- 3.12 It was agreed that as 2014-15 members have had over 5 months to renew their membership since the AGM, all renewals shall now be treated as new members and allocated a new membership number. Russell Cheasley is to be issued with application forms to

**PHD
RC
ML**

- keep in a pigeon hole behind the reception desk which Mike Langford agreed to facilitate. **Action**
- 3.13 With regard to a communications policy with members it was agreed that current members be contacted to ascertain whether they agree to electronic communication. **AC
CG**
- Resolved:**
That current and future members be contacted to ascertain whether they agree to be contacted and receive notices of meetings by electronic means.
- 3.14 Andy Carr reported that the email contact list had over 1200 entries. It was agreed that, although this list could be used for mail shots, communication to members should be via the current members list.
- 3.15 The EMG recommended that the Board consider the appointment of an independent secretary. It was agreed that expressions of interest for this post be invited on the HUST website. **CW/AC**
- Resolved:**
That the board invite expressions of interest for the post of an independent secretary.
- 3.16 It was agreed that the process for appointment of HUST representatives to the HFC Board should be transparent and communicated to members when further developed.
- 4.00 Other Matters Discussed**
- 4.01 A short discussion took place on the timetable for raising funds to purchase shares in HFC. Richard Tomkins pointed out that HUST existed not just to raise money but also to represent the community. Chris Williams concurred citing several examples of how HUST had helped local football clubs and UITC.
- 4.02 It was generally agreed that the HUST website needed revamping with a more professional look and wider content. Andy Carr indicated that he had several ideas of how this might be done and would bring his ideas to future meetings. He also intends to set up a Facebook page. **AC**
- 4.03 Everyone agreed that communications needs to be one of the key priorities of the Board including the setting up of an email group for "exiles". **FW**
- 4.04 The Board considered that links between HUST, HFC, UITC and other organisations e.g. Herefordshire FA should be strengthened and developed. Chris Williams informed the meeting that Jon Hale

- had requested a joint meeting of both Boards to be held shortly. He will forward details when finalised. **Action CW**
- 4.05 Chris Williams stated that there was no longer anybody connected with Hereford United FC on the UITC Board and that Board was now looking for new members. It was suggested that Richard Tomkins may consider representing HUST. **RT**
- 4.06 The issue of individuals contacting HUST was discussed. Chris Williams said that as chairman he had received several anonymous emails about a wide range of HUST and HFC related topics. It was agreed that a response mechanism be developed on the website for members queries to be answered which would include the need for the questioner to state their name and membership number. **ALL AC**
- 4.07 Board members were reminded that they needed to sign and return the Board membership and confidentiality policy, that has been emailed to them, before Thursday 3rd March. **ALL**
- 4.08 A discussion took place on whether Board meeting minutes should be published on the website but password protected. It was resolved that the minutes be published in full, after being reviewed by those present at the meeting, but that confidential information should be redacted. An abridged version with key decisions highlighted will also be published (after the meeting Frank Williams offered to undertake this task). **ALL FW**
- Resolved: That minutes of board meetings be published subject to the removal of any confidential information.***
- 4.09 Mike Langford commented on the Sportsman's dinner to be held at the club on 11 March.
- 4.10 Chris Williams reported that Ken Kinnersley was organising a volunteers' dinner on behalf of HFC and that 50/50 draw sellers were invited subject to a small charge being made.
- 5.00 Treasurer's Report**
- 5.01 Mike Langford reported that a surplus of £16,063 had been made to date on the 50/50 draw.
- 5.02 He reported that the funds in the Co-operative Bank totalled £21,637.02 but with monies ready to be deposited the next day this would increase to £22,147.02.
- 5.03 It was noted that the income from the Bulls Lottery in January was just £870, reducing to nearer £820 after PayPal fees, half of which is allocated to prize money. This the lowest monthly figure in the

past 12 months and the lottery needs to be re-launched sooner rather than later.

6.00 Priorities

- 6.01 Following extensive discussion the meeting summarised the priorities of the Board in the forthcoming months listing them on a flip chart.
- 6.02 A photograph of the listed priorities was sent to Craig Goodall for information.
- 6.03 The work on these priorities will run concurrently and thus were not listed in order of importance. The priorities listed were:

GOVERNANCE – A root and branch governance review to include the Trusts Constitution, Election Policy and the creation of a process for appointments of HUST representatives to the football club board.

MEMBERSHIP – A further review will take place to introduce measures to ensure the integrity of the societies membership data and the accuracy of contact details. Priority will be given to increase the level of email data for improved member contact and communication where possible.

INDEPENDENT SECRETARY – Following the recommendation of the EMG the Board agreed to seek the appointment of an independent secretary

FUND-RAISING – In order to deliver its aims the new board recognised the importance of fundraising. Support was given to continuing the successful 50/50 draw and Bulls Lottery as well as exploring new avenues of funding.

COMMUNITY REPRESENTATION – With HFC and UITC and other bodies deemed necessary from time to time. Developing in the local area and beyond to establish links of mutual benefit for and on behalf of HUST Members.

COMMUNICATIONS/LIAISON – With HUST Members on all matters of interest in a variety of ways.

7.00 Any Other Business

- 7.01 Russell Cheasley suggested that the Board contact previous fundraisers for ideas.
- 7.02 It was resolved that the Board decide on the allocation of roles and responsibilities no later than 2 weeks following the March Board meeting.

ALL

7.03 Andy Carr reported that the host server was to be switched by April and that a small charge would be made by the new host. He will expedite. **AC**

8.00 Next Meeting

8.01 The next Board meeting will be held at Edgar Street at 7.00pm on Thursday 31 March 2016. Subsequent meetings will be held on the last Thursday of the month unless otherwise notified. **ALL**

The meeting concluded at 9.06pm