



BWFCST AGM

Platinum Suite

Macron Stadium

Thursday 29 September 2016



CHAIRMAN'S REPORT

- **Welcome to all BWFCST members**
 - A special welcome to our invited guests
 - **Guests included Paul Aldridge and John Pelling (consultants to the BWFC board) and Paul Holliday (new BWFC Commercial & Marketing Manager).**
 - **Ken Anderson and Dean Holdsworth were both unable to attend, despite previously accepting the invite from the BWFCST board.**



CHAIRMAN'S REPORT

- **Chairman's Report given by Ian Bridge**
- **Origins of BWFCST**
 - Events of late 2015
 - Initial contact with Supporters Direct
 - Open meeting 06 January '16
 - Pompey Supporter's Trust experiences
 - Unanimous vote to proceed
 - Official FCA registration of BWFCST on 15 January '16



And so the BWFCST was given the go-ahead
6th January 2016



CHAIRMAN'S REPORT

■ Aims of BWFCST

• Model Rules – objectives of the Trust

- Being the democratic and representative voice of the supporters of the Club and strengthening the bonds between the Club and the communities which it serves;
- Achieving the greatest possible supporter and community influence in the running and ownership of the Club;



CHAIRMAN'S REPORT

- **Model Rules – objectives of the Trust**
 - Promoting responsible and constructive community engagement by present and future members of the communities served by the Club and encouraging the Club to do the same;
 - Operating democratically, fairly, sustainably, transparently and with financial responsibility and encouraging the Club to do the same;
 - Being a positive, inclusive and representative organisation, open and accessible to all supporters of the Club regardless of their age, income, ethnicity, gender, disability, sexuality or religious or moral belief.



CHAIRMAN'S REPORT

- **Model Rules – powers of the Trust**

- Acquire an interest in or ownership of the Club;
- Secure democratic and accountable representation on the Club's Board;
- Take any other steps in relation to the Club which enable it to exercise the greatest possible influence in the ownership, governance and management of the Club.



CHAIRMAN'S REPORT

- **Model Rules – powers of the Trust**
 - buy, sell and lease property;
 - borrow;
 - grant security over its property and assets;
 - establish promote and maintain for the purposes of the Society any lawful fund raising scheme;



CHAIRMAN'S REPORT

- **Model Rules – powers of the Trust**

- buy and hold shares in the Club;
- hold and exercise proxies for shares in any company owning or controlling the Club either itself or through a subsidiary;
- promote means to give supporters greater opportunity to invest in the Club.



CHAIRMAN'S REPORT

- What has happened in the life of BWFC and the Supporters' Trust since the BWFCST came into being just over 8 months ago?



CHAIRMAN'S REPORT

- Events of the last 8 months
 - BWFCST Registration 15 January '16
 - 18 January '16 – HMRC Winding Up petition adjourned
 - 19 January '16 – SJM & SKD head a members recruitment drive at the Eastleigh FA Cup game
 - 27 January '16 - Super John McGinlay agrees to become the first BWFCST ambassador
 - 28 January '16 – letter sent to Eddie Davies requesting permission to be considered as preferred bidder & help lead a bid for the Club in association with local businesses and institutions



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 30 January '16 – backing for the Trust received from 3 past BWFC stars, Henrik Pedersen, Nathan Blake & Neil Whatmore
 - 11 February '16 – things put into perspective as Phil Gartside loses his battle against illness and passes away
 - 22 February '16 – a massive day in the history of BWFC. The Sports Shield Consortium is announced as new owners of the Club and the HMRC Winding Up petition is again adjourned



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 24 February '16 – partnership with BWDA announced
 - 02 March '16 – further information sought by the Steering Group regarding clarification of details of the proposed takeover when a series of questions were listed on BWFCST website
 - 02 March - first meeting between EMG and ERS to progress board election process



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 07 March '16 – further adjournment of HMRC Winding Up petition granted as conditional approval is given by The Football League to the Sports Shield Consortium acquisition
 - 21 March '16 – date announced for first open meeting (31 March '16) and also for members election registration deadline (25 April '16)
 - 21 March '16 – HMRC Winding Up petition dismissed in the High Court
 - 30 March '16 – Legends Game announced by BWFCST & BWCT as joint project



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 31 March '16 – 800 supporters attend the open meeting held in the Premier Suite
 - 09 April '16 – relegation to Division 1 confirmed
 - 09 April '16 – 2nd Trust partnership announced as links established with Bolton Wanderers Community Trust
 - 12 April '16 – first informal meeting held between Dean Holdsworth and BWFCST
 - 21 April '16 – membership registration deadline for taking part in election extended until 09 May '16



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 23 April '16 – 12th Man survey emailed out to all members to run for 2 weeks
 - 26 April '16 – Jay Jay's return to Bolton to take part in the Legends Game announced
 - 04 May '16 - first informal meeting held between Ken Anderson and BWFCST
 - 11 May '16 – 12th Man survey results published
 - 13 May '16 – proposed board constitution confirmed and members registration deadline extended for a final time until 30 May '16
 - 14 May '16 – Legends Game a great success



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 30 May '16 – registration closed for members wishing to stand for nomination for the BWFCST board
 - 06 June '16 – nominations open for members wishing to stand for board positions
 - 09 June '16 – members registration deadline for eligibility to vote in elections extended until 27 June '16 after discussions with EMG & ERS
 - 10 June '16 – Phil Parkinson appointed as new BWFC manager



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 04 July '16 – nominations close for board elections
 - 09 July '16 – statement issued by EMG independent Chairman, Dave Cookson, confirming the situation regarding numbers of candidates for election
 - 06 August '16 – season kicks off with a home win
 - 11 August '16 – first meeting with Paul Aldridge to discuss the BBC Radio match coverage
 - 17 August '16 – AGM rescheduled for 29 Sept '16



CHAIRMAN'S REPORT

- Events of the last 8 months
 - 14 Sept '16 – meeting held with BW Disabled Supporters Association regarding 3rd partnership arrangement
 - 26/27 Sept '16 – BWFCST attend University of Bolton Freshers event, in association with BWFC and USN Bolton Arena. This reinforces our association with the University, who we are proud to have as our main sponsors



CHAIRMAN'S REPORT

- **So What Is Next?**
- We are currently running a members survey which shows just over 60% of members preferring a passive role for the Trust, but that we should continue to monitor the actions of the Club and report any concerns to the Trust members and to the Club owners on an as needed basis



CHAIRMAN'S REPORT

- **So What Is Next?**
- The Board are exploring several initiatives to further develop and strengthen the links between the BWFC supporters, the Club and the community generally
- Meetings have already taken place with the Council, the University and Bolton Arena to develop relationships and explore ways of working together
- An application to have the stadium registered as an Asset of Community Value (ACV) is currently being prepared and has already been raised in principle with senior Council officials



CHAIRMAN'S REPORT

- **So What Is Next?**
- Partnerships with the BWDA, BWCT and BWDSA will be further expanded
- Links between the Bolton & Bury District Football League have been established and will be developed
- In association with Bolton Arena, plans are under way to establish a matchday TrustZone for members to meet before games and have access to Trust Board members on a regular basis



CHAIRMAN'S REPORT

- **So What Is Next?**
- We will continue to seek your opinions and views relating to what you, the members want from your Trust
- As mentioned earlier, as part of this ongoing consultation, the members survey currently running shows just over 60% of members preferring a passive role for the Trust, but that we should continue to monitor the actions of the Club and report any concerns to the Trust members and to the Club owners on an as needed basis



CHAIRMAN'S REPORT

- **Do We Have Concerns?**
- Yes we do, and this is evidenced by reference to comments made by Mr Anderson and noted in the Bolton News on 14 June '16:

“Ideally, we would have it (transfer embargo) lifted by the start of pre-season”

“The finances are in place. Accounts are waiting to be signed off but that aspect has not been easy and that is what has taken up a lot of the time”

- We are now over 3 months on from those comments and accounts are still to be filed and FL restrictions are still in place, hence the concerns



CHAIRMAN'S REPORT

- **Why Do We Make These Comments and Ask Questions?**
- Because that is what the majority of members have mandated us to do
- We will continue to ask questions when appropriate and attempt to keep the members and supporters informed of events at your Club and to assist in achieving greater stability and sustainability for our Club
- After all, without the supporters there will be no BWFC



Some Words From Gudni

“I am upbeat to see that the Supporters Trust is up and running. We have been on a difficult path as a club in recent years but I feel that we have turned a corner now. We should remember all the good years we had together to inspire us to compete at the highest level again.

Football clubs at the end of the day are about the supporters and the community they belong to. We created a great spirit around our club and were successful together and I hope that the club will work with the supporters to achieve that again ”.

All the very best
Come on you Trotters!!

Gudni Bergsson



TREASURER'S REPORT

- Financial Year End 31 July 2016 Accounts update

- Current Balance: £59,900

- Income: £72,800

Membership subs, sponsorships and revenue from Legends Game

- Expenditure: £12,900

Members packs, postage, website and sponsorship of Legends Game



SECRETARY'S REPORT

- Membership Update
- Board Constitution
 - Currently 5 directors in place through the election process (Ian Bridge, Daniel Izza, Terence Rigby, Mike Smith & Maggie Tetlow) and one co-opted director (George Bower)
 - Now looking to fill 3 directors positions covering Community Engagement, Events & Fundraising and Supporter Liaison
 - Also looking to fill officer position of Trust Secretary



SECRETARY'S REPORT

- Proposal to add 3 further directors to the current board by holding an informal open evening to meet those willing to become involved. If more than three members are interested in becoming involved at board level, an internal election process will be implemented, allowing members to vote for their preferred candidate(s)
- Proposal to invite expressions of interest from members who would be willing to put themselves forward for the position of Trust Secretary. Informal interviews will be held to ensure the most suitable member is engaged



APPOINTMENT OF AUDITORS

- The Trust Board is required to manage the affairs of the Trust on behalf of the members. The Annual Accounts are a report on the financial activities of our Trust provided for the members to assess how the Board have carried out their function in the last financial year.
- To retain full membership of Supporters Direct and comply with our Model Rules, BWFCST will be required to carry out a Financial Audit



APPOINTMENT OF AUDITORS

- Two options are available with regards to a financial audit. These are to commission a full external audit, or to amend the Model Rules by 80% members resolution to disapply for a full audit requirement and to adopt an Independent Examination
- An Independent Examination is required by SD in order to allow us to qualify for full SD Membership and the income of the Trust falls below the SD threshold for a full audit (currently £100,000), but would have to be reviewed on an annual basis, whereas full audit would ensure full compliance



APPOINTMENT OF AUDITORS

- As this is our first AGM, we are required to put forward a motion before the members regarding this issue.
- The BWFCST Year End will need to be filed by 21 January 2017.
- It is recommended that to ensure full compliance moving forwards, the full audit option is adopted

Show of hands clearly voted to further investigate the disapplication of full audit requirement and to report back to members on the adoption of an Independent Examination as opposed to a full audit.



ELECTION MANAGEMENT GROUP REPORT

- In line with the previously published election timeline, the number of members eligible to stand as candidates for election as at the close of registration on 30 May '16 was 2,427
- The number of members eligible to vote in the election as at the close of registration on 27 June '16 was 2,456



ELECTION MANAGEMENT GROUP REPORT

- As per confirmation received from the independent election administrating company, Electoral Reform Services, at the close of nominations at 5pm on Monday 4th July 2016, the following five people had put themselves forward as candidates for the election process:

Ian James Bridge

Daniel Salvatore Izza

Terence Rigby

Michael Smith

Maggie Tetlow



ELECTION MANAGEMENT GROUP REPORT

- As the number of board positions available for election (nine) and the minimum number of board members required by the BWFCST Model Rules (six) were not reached, in line with the BWFCST Election Policy (item 8.3) and the BWFCST Model Rules (item 56), there was no requirement for a ballot process to be undertaken and the five members noted above were deemed to be duly elected and available to proceed to form the BWFCST Board of Directors.



ELECTION MANAGEMENT GROUP REPORT

- The above procedure was discussed and agreed with Supporters Direct as being valid and fully in accordance with the published BWFCST Election Policy and Model Rules.
- Candidate Statements provided by each of the five candidates were subsequently posted on the BWFCST website.



BWFCST AIMS & OBJECTIVES FOR THE NEXT 12 MONTHS

- **Ownership & governance**
 - Continue monitoring events;
 - Analyse & report to members;
 - Consult with club owners & encourage transparency
- **Supporter interests**
 - Liaise with external supporter interest groups
 - Supporters' Direct (SD)
 - Football Supporters Federation (FSF)
 - Increase engagement with club supporters through focus groups to identify key areas (ticket pricing, safe standing, away game ticketing, etc)



BWFCST AIMS & OBJECTIVES FOR THE NEXT 12 MONTHS

- **Community interests**

- Continue engagement & co-working with Community Trust and Development Association
- Continue engagement & support of Disabled Supporters Association
- Continue engagement with B&BDFL
- Continue engagement with University of Bolton, Bolton Council and Bolton Arena



BWFCST AIMS & OBJECTIVES FOR THE NEXT 12 MONTHS

- **Trust Finances & membership**
 - Contingency planning
 - Funding in emergency situations
 - Co-investment & funding relationships
 - Community institutions
 - Football institutions
 - Supporters Trust members
 - Commercial income development (App & Business relationships)
 - Work to reduce or remove renewal subscriptions for members and introduce a single joining fee



MOTIONS AND RESOLUTIONS

- The following motions are to be put before the members for discussion and voting:

- **Motion No 1**

“The Trust should retain a key objective of independence and holding the owners and board to account. The Trust must not accept any inducements or privileges from the club or its affiliates. Therefore, the Trust should move it's office and administration away from Club premises forthwith”

Proposed by: Phil Shortland

Seconded by: Simon Nightingale

Show of hands clearly rejected Motion No 1 on the evening



MOTIONS AND RESOLUTIONS

- **Motion No 2**

“That The Trust AGM is held at a time which is linked to a home fixture, either on the day preceding, on the day of or following a match”

Proposed by: Phil Shortland

Seconded by: Simon Nightingale

Show of hands clearly rejected Motion No 2 on the evening



MOTIONS AND RESOLUTIONS

- **Motion No 3**

“Whilst welcoming an opportunity to hear and question the club owner/Chairman, the trust should not invite the chairman to meetings where trust business is being discussed or decided”

Proposed by: Phil Shortland

Seconded by: Simon Nightingale

Show of hands clearly rejected Motion No 3 on the evening





MOTIONS AND RESOLUTIONS

- **Motion No 4**

“I propose that further nominations be invited to increase the BWFCST board to a minimum of 10 members, rather than the current five. I believe that the original timing of the process during the closed season, the seemingly limiting published criteria for said nominations, as well as the fact that the Steering Group Committee failed to follow their stated intention of not standing for election, meant many members lacked any faith in the process and, to some extent, in the trust itself, thus leading to a low number of candidates. (Most, if not, all were members of the original ‘Steering Group’) Furthermore, to ensure transparency and trust in the board any co-opted members be subject to inclusion in said nomination process to maintain their position. Further still that applications from young, female and ethnic minority candidates be encouraged, given the current make-up of the board so far”.

Proposed by: Simon Nightingale

Seconded by: Gavin Clements & Phil Shortland

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MOTIONS AND RESOLUTIONS

- **Motion No 4** continued

After discussion from the floor, Motion No 4 was withdrawn by Mr Nightingale and no vote was taken.

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Any Other Business

- Upcoming away game v Bury – request from GMP
- The Chairman advised that GMP had made contact and that they wished the BWFCST to assist in getting the message out to all BWFC fans that a major security presence would in place for the forthcoming Bury game. It is expected that GMP will be issued further details nearer to the game, but hoped that all fans would act responsibly and enjoy the game.



Question & Answer Session

- Question and Answer Session to be moderated by Jack Dearden
- **The following items were discussed:**
 - Potential of BWFCST buying into the club. This is a possibility but very much depends on the approach of the owners, but that the BWFCST board is desperate to be a representative body for the fans.
 - Relationships between the owners and the BWFCST board were noted as being under development and were cordial. Mr Anderson did state at the first meeting that the club “didn’t need any money”. Contact lines are also open with Paul Aldridge and John Pelling (club consultants and advisors).



Question & Answer Session continued

- The need for the Supporters' Trust to carry out due diligence was discussed prior to any investment in the club by the Trust. This has also been raised with the owners and communication lines are open.
- The point was made from the floor that the Trust should bring some pressure to bear on the owners regarding the establishment of a working and functional club board.
- The currently running members survey has a majority expressing the opinion that the Trust board should remain vigilant and questioning. The expression of concern from the floor was noted and the Chairman undertook to make this concern known to the club's owners.



Question & Answer Session continued

- Further initiatives were outlined with a view to expanding the diversity of Trust members including a youth ambassador and the possibility of a Trust football team.
- Discussion to place about the Steering Group (initially) and then Trust Board response to the many Expressions of Interest received since the formation of the Trust. Apologies were given by the Board for the perceived delays in engaging with those members who have expressed interest. However, it was stated that assistance is still required in developing the Trust and members will be given the opportunity to become involved at all levels. The intention is to announce an event where any interested members will be able to meet with Board members and discuss involvement at all levels. It is intended that such an event will be announced very shortly, to be held within the next few weeks.