



MINUTES OF BOARD MEETING

Monday 10th November 2025

Present: Nick Brodrick (NB) – Chair, Ali Bryant (AB), Rob Burkitt (RB), Robin Causley (RC), Bob Cole (BC), Rob Dickinson (RD), Sam Druiff (SD), Clive Hayward (CH), Harry Lovering (HL), Michel Thomas (MT), Joe Uglow (JU), Danni Wyatt (DW), Rick Williams (RW) – Secretary

25/83	<p>Minutes of meeting held on 20th October 2025.</p> <p>The minutes of the meeting were tabled and provisionally approved subject to review by Michael Westcott before release to ensure no confidential matters are made public.</p>	
25/84	<p>Meeting structure and length</p> <p>The previous few meetings had been much longer than normal and members had expressed various thoughts on how this might be addressed.</p> <p>The Secretary stated that in his view the existing arrangements could be maintained as future agenda items are likely to be more routine and subject to the following;</p> <ul style="list-style-type: none">• Informal discussions with Club representatives to be restricted to the pre-meeting unless they are requested to attend the formal meeting for specific reasons.• Meetings to start promptly at the appointed time.• All attendees to be conscious of the indicative timing of agenda items and to assist the Chair in keeping to these as far as possible.• Discussions that are not relevant to the agenda to be curtailed.• Working groups to be used for special projects and report to the board.• Additional meetings to be held in exceptional circumstances including when Club directors are attending. <p>All agreed with this approach.</p>	

<p>25/85</p> <p>(a)</p> <p>(b)</p> <p>(c)</p>	<p>Partnership with TUFC</p> <p>Report from TABMs NB and DW gave feedback from the most recent Club board discussions including a confidential summary of the latest financial projections and the implications. It was agreed that in any consideration of future investment by Big in Business or new investors, the TABMs should be party to the discussions as equal board members. Apart from anything else, it would have implications for TUST's ownership.</p> <p>The Council had given positive feedback at the recent meeting to discuss Plainmoor, potential training facilities and the promotion of the Club as a community asset. RW advised that a decision on the ACV application was due today but he had been advised that it was going to cabinet on 2nd December.</p> <p>NB and DW confirmed that they had been included in any discussions about the football management structure.</p> <p>NB and DW will be meeting Tim Herbert on 17th November and members were invited to let them know any topics they wished to raise.</p> <p>Inclusivity Group Tim Herbert and Judd Barker will represent the Club with Michael Westcott also expressing a desire to be involved.</p> <p>HL had volunteered to represent the TUST board and five members had expressed an interest. It was noted that some significant interests such as the physically disabled and ethnic minorities were not covered. RC suggested that the group does not have to be restricted to supporters. There may, for example, be reasons why people do not attend matches. He volunteered to make enquiries about relevant groups that may wish to be represented.</p> <p>A decision on TUST representatives to be deferred until the next meeting. Once formed the group would appoint its own chair after the initial meeting.</p> <p>Charities NB reported that Read Easy had held a bucket collection at a recent game and had been appreciative of TUST's support. He was still in discussions with Karing about future involvement.</p> <p>JU asked why the new Club Charter mentioned supporting an annual charity when it appeared this idea had been superseded by a long-term relationship with a single charity. NB said that was a decision of the previous CEO and it was the Club's intention to reinstate annual causes in future.</p>	<p>RC</p>
<p>25/86</p>	<p>New Rules RW tabled a report proposing the adoption of the new FSA Model Rules and setting out the principle changes and amendments requiring discussion.</p> <p>Rule 6.5 – RD suggested increasing maximum board membership to 12. There was some debate about the merits of this but it was agreed on the basis that the board decides each year how many seats to fill.</p>	

	<p>Rule 6.6 - Terms of office. Currently 2 years, proposed to increase to 3 years which is the FSA recommendation. Will provide more stability and continuity as eventually one third of the seats will be up for re-election each year rather than half. Agreed.</p> <p>Rule 6.7 - Option to adopt a maximum number of terms. It is common in the not-for-profit sector to have maximum terms to ensure a churn of members and ideas. On the other hand it means losing board members with years of experience. Agreed to limit future board appointments to three consecutive terms.</p> <p>Rule 7.9 - Quorum for General Meetings. FSA suggesting the lower of 10 or 5% of the membership. Current Rules state the lower of 20 or 5%. It was agreed to retain 20 as the minimum.</p> <p>The board agreed to recommend the adoption of the 2025 Rules to the membership at the AGM subject to the above variations.</p>	
<p>25/87</p> <p>(a)</p> <p>(b)</p>	<p>Member consultation RW highlighted two outstanding decisions carried over from the September meeting;</p> <p>Threshold for consultation with members on big decisions. It was resolved that members should be consulted on any proposed expenditure of £10k or more. There will be no prescribed threshold for members being given a vote on a proposal but this may be done on an ad hoc basis as the board decide.</p> <p>Appointment of TABM Policy. This was reviewed and approved in September but no decision was made on whether members should have a vote in the process. There was much discussion and CH proposed that members should be given the opportunity to vote to ratify the board's chosen candidate. Others expressed concern that this might provide an opportunity for a vocal minority to oppose a candidate for personal reasons and out vote the silent majority. A number of other suggestions were discussed including members being consulted on the short-list and being given a vote between two preferred candidates. The point was made that the present system places the duty of selecting TABMs with the elected board who are appointed to make such decisions. If members are not happy with the board's decisions they can vote accordingly at elections. The fact that no new candidates stood for the board this month suggests that the membership support the current board.</p> <p>BC proposed and MT seconded that the current TABM Appointment policy be retained with the decision being entirely that of the board. The motion was put to the vote and carried with eight in favour, two against and two abstentions.</p>	

<p>25/88</p> <p>(a)</p> <p>(b)</p>	<p>AGM and associated matters</p> <p>Reports The report of the Independent Examiner had been circulated in advance and was noted and approved. All agreed that Tony Carroll had done an excellent job. The year's accounts were different to usual with the Community Share Issue and subsequent purchase of a stake in the Club. Tony had provided a fresh pair of eyes and challenge to some aspects of the accounts. This had resulted in a dialogue between him, RW, Andrew Fiderkiewicz, Matt Gorman and Jon Gibbes which resulted in all parties agreeing the accounts with some additional notes.</p> <p>Whilst not part of his report, Tony had raised a query over the precise wording of the type of shares held in TUFC. This had been previously raised with the Club but it was agreed to look at it again and possibly get professional advice if necessary.</p> <p>RW advised that the AGM pack would be going out to members by Wednesday including the new rules.</p> <p>Meeting The Cove was booked. JU had been trialling a two camera facility for Zoom so that one could be focused on the top table and the other roaming to cover speakers in the audience.</p> <p>Volunteers will be needed to check members on arrival. It was decided not to offer a free drink as in previous years and food would be available from the menu.</p>	<p>RW</p>
<p>25/89</p> <p>(a)</p> <p>(b)</p>	<p>Memberships</p> <p>Automated systems RW had circulated a report on the proposal for an automated membership system. Four providers had been considered and Beacon CRM were the preferred option. They serve the charity sector and are highly regarded. Whilst a comprehensive support and training package is included in the annual price, Beacon do not offer support during the set up period. This is available through third party providers recommended by them.</p> <p>Before the system can be set up we need to consolidate and check all existing membership records. This will require volunteers. RW to arrange.</p> <p>It was agreed to purchase the Beacon Starter system with a budget of £1,500 per annum and an additional one-off budget of up to £2,500 for third party advice during the set up period. RW suggested that the latter be appointed before a final commitment to Beacon to ensure that the system will provide everything expected of it.</p> <p>Subscriptions Following a recent meeting CH had done some research on subscription rates of other trusts. This indicated that TUST was towards the higher end at £24 per annum. It was agreed not to make any changes at the present time.</p>	<p>RW</p> <p>RW</p>

<p>25/90</p> <p>(a)</p> <p>(b)</p> <p>(c)</p>	<p>Partners</p> <p>Torquay United Community Sports Trust (TUCST) RD provided an update. He, HL and MT had met with Tim Herbert to discuss the Club's concerns about TUCST and to plan a way forward. Although not at the meeting, Mark Lovell had met NB and shared his views based on his extensive experience running Plymouth Argyle's CST.</p> <p>All agreed that there are concerns about the governance and management of TUCST and an apparent lack of strategic direction. Funding opportunities have been missed.</p> <p>It was agreed that no further payment of the TUST grant should be made to TUCST until these matters are resolved (next tranche of £2,500 due on 1st December). RD had advised the trustees that this outcome was likely. Written confirmation to be sent.</p> <p>On the plus side, HL reported that TUCST were keen be involved in the schools project he was leading and the Club have agreed to get players involved.</p> <p>Women's team RD and DW provided an update including the recent strengthening of the squad with several signings. TUFC were clearly seen as a club on the up and the recent 1,000 crowd at Plainmoor had helped.</p> <p>SW Supporters Trust Group RC suggested that an invitation to a match with hospitality should be extended to Exeter City Supporters' Trust after they had recently hosted a few TUST board members.</p> <p>The recent changes at ECST were noted and NB said that it wasn't clear what effect this might have on the future of the SWSTG as Exeter and TUST were the leading partners. It was decided to establish this before an invitation was made.</p>	<p>RW</p> <p>NB</p>
<p>25/91</p> <p>(a)</p> <p>(b)</p>	<p>Media & PR</p> <p>Heritage project RC and BC updated on progress. More videos are to be recorded.</p> <p>Storage DW had inspected the storage area under the Popside. It does not lend itself to being partitioned as a strip light runs across the width of the room. However, it was decided that we should have the whole room if it is available and offer to assist the Club with clearing the contents. DW to liaise with Tim Herbert.</p>	<p>DW</p>
<p>25/92</p> <p>(a)</p>	<p>Any other business</p> <p>Family Stand clock NB had raised this with Michael Westcott who has a contact who is looking at the feasibility of repairing it.</p>	

(b)	<p>TUST branded merchandise</p> <p>JU and DW advised that, in consultation with the marketing group, a range of TUST clothing has been produced by VX3 and will be publicised on the website and social media shortly. CH requested that it be recorded that TUST board members will not be receiving any free items.</p>	RB/JU
(c)	<p>Xmas social</p> <p>MT confirmed the event will be held on 12th December at The Acedemy and an invitation will be extended to Jon Gibbes and Matt Gorman. It was noted that attendees would be paying for themselves with no contribution from TUST funds.</p>	
(d)	<p>HMRC</p> <p>RW advised that a £100 penalty notice for not submitting a Corporation Tax return had been received. This was being challenged on the basis that (a) the return had been submitted by post in March and (b) correspondence from HMRC had been sent to our old registered office which had not been used since 2018 and had at no time been given to HMRC.</p>	
(e)	<p>Meeting dates 2026</p> <p>RW to circulate proposed dates.</p>	

The date of the next meeting was fixed for Monday 8th December 2025 at 6.30pm

Chairman's signature.....Date