

**NOTE: These are draft minutes until approved at the 2024 AGM**



## **MINUTES OF ANNUAL GENERAL MEETING**

**Held on Thursday 30th November 2023 at 6.30pm  
at Torquay Athletic Rugby Football Club and via Zoom**

**Present:** 52 members (verified against membership records).

**Apologies:** received from 13 members. Nine proxy forms had been received.

Nick Brodrick, the Chairman, welcomed the members.

He said that the past year seemed to have passed in a flash. As with most supporters' trusts there is always plenty to discuss but here at Torquay United we have had more than our fair share but far less, so far, than say Scunthorpe and Southend.

During the year we have met with Councillors Darren Cowell and Steve Darling and Dave Thomas and Chris Lewis, once before their taking control of Torbay Council and once after. We have received assurances from all these councillors that the freehold of Plainmoor is not for sale. We have also had two meetings with Torbay's MP Kevin Foster who is a very strong TUST ally.

Nick highlighted that all who serve on the TUST board are unpaid volunteers, a number of whom have full time jobs and families to support while the rest of us work around our other activities. They are a united group in every sense and he thanked all of them for their commitment and dedication for all things Torquay United.

He also thanked those on the Strategy Team who have worked hard to put together contingency plans for all likely or maybe unlikely eventualities.

We have, as events have escalated, held regular dialogue with the FSA and we thank them for their help and guidance.

The Chairman referred to the TUST website where, in recent times, we have posted an impressive list of our achievements over the past few years with more recently a long list of frequently asked questions.

Despite our main concentration being on the way the club is run and the lack of communication, we have been mindful of our community remit. To this end we teamed up with local charity StepOne fully supporting their Torquay Wellbeing Walks.

Nick reminded the meeting of TUST's joint venture with the club for the VIP Children's Treats which began last November. This scheme for disadvantaged children has continued this season but with no consultation with us.

When the team needed plenty of support as the season drew to a close, we donated £500 to the Travel Club for the crucial trip to Maidenhead on Easter Monday resulting in a handsome win all round - for the team three points and for those on the coach a subsidised fare.

More recently we have sponsored four of the Torquay Women's team members and a forthcoming home fixture against Exeter City.

We remain in close contact with the Torquay United Community Sports Trust and through them we have tried to persuade the club to re-instate what were popular Fan Zones before selected home matches.

Representatives of the Community Sports Trust, the Travel Club, Talking Torquay and Torquay Talk joined with us for our 'Flock of Gulls' event for what everyone agreed was a successful, worthwhile evening exchanging views about the current state of the club.

We have continued to play a major role in the South-West Supporters' Trust Group, recently joined by a new member Frome Town and the group remains the only one of its kind in the country.

Maybe in a normal year he said he would, as Chairman, have spent more time running through the main topics that have occurred during the year but there had been important developments in the past few weeks and even the last few days.

By way of background, Nick explained that he had held further meetings with George Edwards in January and February culminating in a return of meetings with Dom Mee acting as a go-between. In truth there was only one meeting held in March as the May meeting was cancelled the night before it was due without any explanation.

It was at that point that, as a board, we felt we had kept quiet long enough but decided against any immediate action as the team were fighting a rear-guard action to stay in the National League. There was, though, plenty of talk about holding a fans' forum.

By November, as the club had declined to hold such a forum, TUST decided to arrange one itself, open to all supporters. We wrote to Clark Osborne inviting him to attend but he declined. The meeting attracted approximately 150 fans who decided to call for a protest requesting better communication from the club. After considering various proposals, it was agreed that this should take the form of a 'sit-in' after the home game on 2<sup>nd</sup> December.

Within an hour of the fans' forum finishing the club had issued a statement accusing Nick of issuing a directive to fans to protest and inferring that such protests might be 'disruptive, anti-social, or criminal behaviour'. Many supporters felt that the club statement was inaccurate and unnecessary and expressed their disappointment on social media.

Thanks in part to the club statement, the membership of 387 in April had increased to 491 today and was growing by the week. We can't emphasise enough the importance of strength in numbers.

The board wrote to George Edwards expressing its concern at the reaction to the proposed protest and received a reply inviting two representatives to attend a meeting with him and director Mel Hayman.

In the meantime, Clark Osborne gave a rare interview to the Torbay Weekly which failed to address many of the questions fans had. Then the club announced an on-line fans' Q&A event with the directors answering the first batch of questions.

Nick then explained that he and Secretary Rick Willaims had that afternoon met with Edwards and Hayman at Plainmoor. A statement provided by the former was read to the meeting which included proposals for an Independent Steering Group of supporters that would meet with club representatives including directors on a monthly basis. It also proposed the return of regular meetings between the TUST board and club directors, subject to a number of conditions.

Much discussion among those members present followed which concluded that; a proper face-to-face fans' forum was still needed, any independent panel must be truly democratic and any restriction on TUST representatives expressing an opinion was unacceptable. Furthermore, those present unanimously agreed that the protest due to take place at the following Saturday's match should go ahead as planned.

### **Minutes of the 2022 AGM**

The minutes, having been circulated with the agenda, were taken as read and proposed for approval by Robin Causely, seconded by Bob Cole and unanimously approved.

### **Election of board members**

The Secretary reported that there were ten places available on the board with four current members continuing to serve. The six vacancies had been notified to members and nominations invited. The only nominations received had been from existing board members and their re-election for a term of two years without the need for a ballot was unanimously approved as follows;

Ali Bryant   Bob Cole   Rob Dickinson   Sam Druiff   Michel Thomas

### **Receipt of the accounts and balance sheet for the year ending 30<sup>th</sup> June 2023**

Copies of the draft Annual Report and Financial Statements had been circulated with the agenda.

Ali Bryant, the Treasurer, presented the profit and loss account showing that the net surplus for the year had increased by £3,368 from £2,827 to £6,195. The reasons were as follows;

- Membership increased by 47 during the year contributing to an increase in subscriptions of £2,055. There was also increased income from grants and interest on our investments.
- Expenditure on activities was broadly similar to the previous year at £4,077. The biggest single item was TUST's sponsorship of the Club's VIP Treats scheme for children with autism or learning difficulties.
- Administration expenses reduced by £733 to £1,518, mainly because we ran an advertising campaign last year but not this.

The balance sheet shows that Current assets (bank accounts) had increased by £6,238 to £64,542 as a result of the year's surplus.

Ali summarized that we continue to build significant reserves in our Forever Yellow Fund to enable TUST to deliver its objective of keeping the club going in the short-term should the worst ever happen or at least re-launching as a phoenix club. These funds are invested to achieve a favourable income from interest.

In addition to this there is financial capacity to continue our support of relevant community outreach initiatives

Christine Pountney asked for clarification of the qualifications of the accountant and Independent Examiner. Andrew Fiderkiewicz, who kindly prepares the TUST accounts from data provided by the Treasurer, is a retired accountant (although it was unknown at the meeting which accounting qualification he held). He is not a TUST member so provides independent over-sight. The Independent Examiner is Matthew Gorman, a qualified financial adviser and TUST member.

There were no further questions from the floor and the accounts were proposed for approval by Jon Gibbes, seconded by Michel Thomas and unanimously approved.

### **Proposal to disapply the requirement for a full audit for 2023/24**

In a motion proposed by Bob Cole, seconded by Ali Bryant and unanimously supported, it was resolved that, subject to the provisions of section 4A of the 2014 Cooperative and Community Benefit Societies Act, the members of the Society shall not require an audit for the accounts covering the current financial year ending on 30<sup>th</sup> June 2024 when they are presented to the next AGM held in 2024.

The members of the society agree that the Accounts for the financial year ending on 30<sup>th</sup> June 2024 and for which reports will be laid before the following AGM do not require a full audit provided that:

- An Independent Examination of those accounts is carried out in place of the full Audit
- The Independent Examination is carried out in line with the best practice of the FSA as set out in the Guidance Notes.
- A report from the Independent Examiner is included within the Accounts and circulated to members.
- The members of the Trust instruct the Board to identify a suitably qualified practitioner to undertake the review.
- The Board shall agree the appointment of the examiner and shall agree the terms of that appointment in writing.

### **Report of the board**

A summary report of the board was included in the Annual Report and Financial Statements circulated with the agenda. Individual members of the board then provided further details of TUST's activities during the past year.

Bob Cole, Joint Vice-Chair, updated members on the work undertaken by the Strategy Team during the year. He stated that the brief of the Team was to prepare for the worst but hope for the best. The year had seen consultation with the FSA, other supporters trusts and particularly useful advice from experts in the field of Community Share Issues and other means of fund raising.

Rob Dickinson reported on the progress of Torquay United Women's Football Club which had gone from strength to strength during the year and achieved promotion to the National League for the first time. TUST had contributed to kit sponsorship for the current season.

The Chair thanked all members of the board for their contributions, in particular the work undertaken by Rob Burkitt and Sam Druiff to ensure TUST's strong presence on social media.

**Questions from the floor**

Having covered so much during the opening session, there were no further questions.

**Closing remarks**

The Chairman closed the meeting by thanking all those in attendance for contributing to a lively and interesting discussion.

The meeting closed at 8.10pm.

Chairman's signature.....Date .....