

BRENTFORD FOOTBALL COMMUNITY SOCIETY LIMITED
(trading as Bees United "BU")

Minutes of Society 8th Annual General Meeting
Held at St. Paul's Church Hall, Brentford
at midday on 22nd November 2008.

Board Members Present:

David Merritt	(BB)	Chairman	David Hawes	(DH)
Stephen Callen	(SC)		Paul Stedman	(PS)
Natasha Judge	(NJ)		Donald Kerr	(DK)
Matt Dolman	(MD)			

1 Approval of 2007 Minutes

The Chairman asked for comments on the minutes of the 7th AGM. None were received and the minutes were duly approved.

2 Chairman's Report to Members

David Merritt read out his annual report as circulated with the accounts.

Resolutions

3 Finance Report and Adoption of the Society's Accounts

Stephen Callen presented the Society's accounts. Income for the year was £128,839 compared to £149,920 in 2007. Membership subscriptions had increased year on year, but standing order income was down. Increased money had been received from sponsored walks, but income from bucket collections was reduced.

Expenses had reduced from £48,436 in 2007 to £35,884, giving a surplus for the year of £95,157 compared to £103,513 in 2007. The Society's debtors had increased as the Society had introduced further loans from Matthew Benham into the football club; and its creditors had increased correspondingly. Debts falling due within the coming year had increased as a number of investor loans fall due in 2009. Cash at the bank had increased slightly to £109,497.

A proposal made to adopt the accounts was passed with 37 votes in favour and none against. There was one abstention. The Chairman advised that proxy votes had been received with 95 votes approving the accounts and 7 against.

4 Appointment of Auditors

A proposal to re-elect Levy and Partners as auditors was put to the meeting and was passed by 27 votes to 6, with 4 abstentions. The Chairman advised that proxy votes had been received with 96 votes approving the accounts and none against, with 6 abstentions.

5 Approval of Waiver of Rule 54

David Merritt gave an explanation of the background to this proposal. Whilst the four elected board places to be filled via an election just held were originally enough to replace the three members retiring by election plus Brian Burgess who resigned in January 2008 to take up a position on the board of Brentford FC (Lionel Rd) Ltd; the resignation of Mark Chapman in order to compete in the 2008 board election had come too late for the Society under its election rules to offer an additional place.

Therefore short of holding an additional election for this place the board would have to operate with 8 elected members until the 2009 AGM. Society Rule 54 required that where the board fell below 9 elected members it should hold elections to bring the number up to 9 within 13 months of the shortfall. As the exact timing of the 2009 AGM would be likely to depend on the fixture calendar for the following season the board were seeking the approval of members to operate with 8 elected members until the 2009 AGM, whenever that date should be.

The proposal was:

“It is agreed that the requirement to hold a further election within 13 months as detailed in Rule 54 of the Society Rules will be waived for the period prior to the 2009 AGM”.

The members present approved the proposal by 37 votes to none against, with 4 abstentions. The Chairman advised that he held proxy votes with 95 votes in favour and 1 against, with 6 abstentions.

Any Other Business

6 Feedback From 2008 Membership Survey

Donald Kerr summarised the results of the annual membership survey and thanked Edmund Paton-Walsh for his help in drafting the survey and analysing the results.

DK reported that awareness of and favourability towards the Trust was high, both amongst members and non-members (included in the survey this year). DK noted that the level of agreement shown amongst non-members for the idea of Supporters Trusts as beneficial to clubs like Brentford suggests that the Trust should be working to make such people members. Less encouraging was dissatisfaction with communications, with only 9% definitely describing it as good.

7 Result of Society Board Election

David Merritt expressed his thanks to board members Matt Dolman, David Hawes and Trevor Inns, who were standing down at the AGM.

Paul Stedman announced that the successful candidates in the board elections were Mark Chapman, Stephen Dando, Andre Sawyer and Mike Rice. Unsuccessful candidates were Allison Franklin and Gemma Teale. 521 votes were returned, with 1 spoilt, a turnout of 40.6%

In response to comments invited from the meeting PS confirmed that the Society Board would consider whether hustings, either online or physical, could be brought forward in the election timetable in future, and would reassess the benefit of independent outsourced processing of votes versus the cost entailed.

8 Discussion of Change to Nomination of BU Nominees to BFC Board

David Merritt introduced a debate on changes made by the Society Board to its arrangements for nomination to the board of subsidiary company Brentford FC Ltd. The Society board had decided to dispense with the direct election of one nominee from amongst the Society's membership, and instead draw at least 50% of its nominees from the Society board.

DM explained that this decision had been taken after discussion with the incumbent Supporter Elected Director Jon Gosling and after consideration at Society Board meetings. The prevailing view of the Society board had been that notwithstanding JG's excellent work in the role, that as a template for the future a revised arrangement would better enable the Trust to ensure it made a positive contribution

to the Football Club board. DM noted that the decision had consciously been timed to allow its consideration at the AGM, and to allow members intending to stand for the Supporter Elected Director role in 2009 to stand in elections to the Society Board instead, and thus potentially to serve on the BFC board via that route.

DM and Paul Stedman had met with the Brentford Independent Association of Supporters in September following announcement of the change, and BIAS had issued a summary of this meeting with their recommendations. Bees United's responses to these recommendations had been published and DM noted that the Society Board had resolved to bring any new nominations to the board of BFC forward for ratification at the following Society AGM.

Comments were invited from those present. The principal concerns raised that some members felt the decision should have been put before the AGM, and that the reasons behind the change hadn't been adequately articulated by the Trust. DM replied that the board was elected by members to run the Society, and manage its relationship with its subsidiary company, and that he would be concerned at any suggestion that the membership were no longer content to be represented by the board in this way.

Jon Gosling spoke and explained that although he had expressed his views on the change privately to the Society Board he had thought it inappropriate to air them publicly. He believed that the retirement of the Supporter Elected Director position was a betrayal of the founding principles of the Society and hoped that the incoming board members would seek to reverse the decision.

9 Open Discussion

There being no further business the formal meeting concluded and the board took questions from the floor.

In response to a question about the processing of cheque payments Stephen Callen replied that he collated payments received at the Trust postal address c/o BFC and banked them in batches. Natasha Judge replied that she banked money received from fundraising, but had to arrange time off work to get to a branch of the Trust's bank. It was agreed that prompt banking of cheques was important.

In response to a question on the status of the Lionel Road project Trust Secretary and BFC (Lionel Road) Ltd Director Chris Gammon replied that despite the challenging economic situation Barratt Homes are still progressing work on the project and that the project team are working to get a Planning Application registered in 2009. There are grounds to believe that the economic situation will be better by the time that developments on the site could be brought to the market, but the challenge will be to maintain momentum in the meantime.

Chairman