MINUTES OF THE 2023 AGM

held on 18 November 2023 at the Phoenix Centre

Trustees present: Nick Hawker, Will Barrett, Julen Beer, Mark Cordell, Steven Chown, Nick Edwards, Pete Ferlie, Doug Gillard, Clive Harrison, Richard Knight.

Apology. Jamie Pelmear

Officers Present: Dean Matthews, Steve Chudley (Trust Finance Officer), Pete Cordwell (Minutes Taker), Ryan Ilott, Membership Secretary

Representing Exeter City AFC. Ltd. Julian Tagg, Club President and Director of External Affairs

Trust Members:

60 members attended the meeting.

Apologies:

Dave Galt, Nick Bray, Steve Ridler, Paul Pettinger, David Philips, Anthony Crowther, Michael Clark, Malcom Frazer, Tom Farley, Phil Bater, Sue Price, Alistair Yates, Rob Doidge.

1. Welcome

NH welcomed members to the Exeter City Supporters' Trust Annual General Meeting. He thanked members for making a special effort to attend, especially as the afternoon game had been postponed. He also thanked people who had sent in questions. He had two presentations prepared. Sadly, he had to use the one prepared in the event of a defeat at Fleetwood.

2. Approval of Previous AGM Minutes from 2022

There were no amendments or corrections required.

Motion. The 2023 AGM approves the minutes of the 2022 AGM.

Proposed by: Phil Burden

Seconded by: Pete Ferlie

The motion was carried with 9 abstentions

Matters arising:

There were no matters arising

Presentation by Tim Goodwin, Exeter Community Initiatives.

Tim outlined some of the work of the charity. Support is given to people who feel overwhelmed, often every day, which can lead to situations such as homelessness.

Transitions provides one to one mentoring and coaching.

Wellbeing Exeter addresses different challenges

Exeter Connect helps 40 volunteering groups

Jelly shop (Fore Street) held a very successful event involving City players and the sale of kit.

125 families are supported.

There is also a bike bank and focussed activities.

2,000 hours of time are given

It offers a real sense of hope

Trust members are very welcome to join ECI's Annual review.

3. Approval of the Exeter City AFC Supporters Society Ltd Financial Statement

Steve Chudley spoke about the Trust Accounts, which can be found on the Trust Website. Steve spoke about these two graphs.

Points to note from Steve. Only £50,000 of "Kit out the Cliff" money raised is in this year's accounts. Another £13,000 to come.

The third kit sponsorship of £25,000 is a one off, as is VeryConnect, £5,400

A Trust member mentioned about donations being put into expenses.

Question about £142 issue of shares. These had been bought by the Trust at an agreed rate.

The Trust currently holds 57.25% of the Club shares.

Approval of 2022/23 Trust Accounts

Proposed by Neil Le Milliere. Seconded by Elaine Davis.

Approved with 3 abstentions

Presentation by Joe Gorman. Chief Financial Officer

I am delighted to stand before you today as a relatively new member of the Exeter City family. Having joined the club just five weeks ago, it's an honour to be able to address the dedicated and passionate members of our Supporters Trust at this Annual General Meeting.

Before we dive into the financial matters, let me take a moment to introduce myself, my name is Joe Gorman and I've had the privilege of becoming a part of the Exeter City community recently, in these short five weeks, I have witnessed the unwavering commitment of our supporters and the rich history that defines this club.

I'd like to quickly express my heartfelt gratitude for the warm welcome I've received from everyone at the club, the staff and the few supporters I've had the pleasure of interacting

with. Your passion for Exeter City is contagious and I am excited about the journey that lies ahead of us.

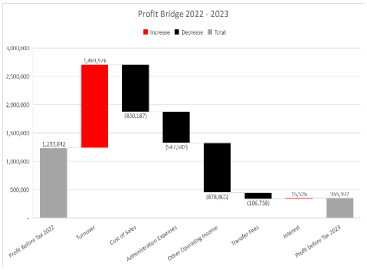
Club Finances

June 2023 Annual Accounts

2023 Accounts are still in the process of being audited but should be finalised in the next couple of weeks, having said that I'm keen to share some highlights with you to provide an initial glimpse of the Accounts, with the final version being shared when finalised

Profit & Loss

After considering Transfer Fees, the 2023 results look to show a pre tax profit of £356k, with Revenue and Costs rising due to League 1 status.



Balance Sheet

The Balance Sheet still performs very well with Net Assets totalling £5.97m. Fixed Assets have grown due to the Training Ground being completed in the year. Current Assets continue to show positively.

Balance Sheet	2022	2023	Variance
Fixed Assets	2,283,860	5,116,086	2,832,226
Current Assets	5,774,754	2,660,229	(3,114,525)
Current Liabilities	(2,408,414)	(1,810,343)	598,071
Net Assets	5,650,200	5,965,972	315,772

I'd like to take a moment to share with you the primary areas of focus in my role at Exeter City. While I've only been with the club for five weeks, these initial priorities are crucial to laying the foundation for our future success.

- Draft budget for 2024/25 season with cashflows and scenario planning
- Bring management of our finances back in house to improve visibility & communication internally.
- Treasury Management – Using deposit accounts to make our money work harder for us, generating circa £40k per season.
- SCMP Workshop and potential new EFL deal
- Potential Partners for the finance function to generate further revenue opportunities

The future of Exeter City holds immense potential, and our strategic planning is aimed at unlocking that potential. Here's an overview of the key elements of our future planning and strategy:

- Financial sustainability with a growth mindset
    - *More prepared to invest in our future*
- More Robust Financial Planning & Control
    - *Improve visibility & communication internally.*

- Annual Supporters report
    - *I'm looking forward to assisting Mark Middling in creating the supporters report that was so well received last year*
- Target Operational Breakeven in next 2 Seasons
    - *One of the benefits of having secured our Transfer Revenue for the next few seasons, gives us some room to invest in revenue generating activities that close the gap to our operational breakeven objective*
- Continue to manage financial risks to ensure the sustainability of the club.

Presentation by ECFC Chief Executive Officer Jeremy Tipper

Thanks for the welcome you have given me. I have met with as many people at the Club as possible. I'd like to spend more time speaking to volunteers. I have realised that running a football club is a very complex matter. The overall aim is to plan for a sustainable future.

Five Goals

Financial sustainability and operational excellence

Joe Gorman will be a real asset here. We are making earlier decisions on budget matters.

Joe's arrival will mean Justin Quick, COO, will be able to become operational. We must thank Justin for having the foresight to take out pandemic insurance which proved very valuable.

First priorities will be away end disabled toilets and establishing new kiosks and bars.

Outstanding supporter and community engagement

We are improving the retail experience and the relationship with Prodirect. They are providing 5,000 parasport kits.

The shop should be well stocked for Christmas and we have a trailer in Princesshay.

Well done to social media team who came second to Wrexham in national standings.

Congratulations to Richard Knight who has been nominated for top S.L.O.

Focus on Growth

Looking for pockets of additional growth, e.g. reselling tickets and events outside match days.

"One Team" ECFC

Developing ourselves is a real priority. We're hoping to increase internships and apprenticeships. We have a Masters student from the University looking at green issues and sustainability.

High Performance Football

We're taking a long term, collaborative view and not just with first team football. The Academy and Women's football are important.

We are planning towards a Cat 2 academy.

In all there's lots to be positive about.

In answer to questions.

Staff reviews should all be completed by 13 December.

Thinking about our USP. We can be different through contact with national bodies and by generating commercial partner partnerships. Hoping to hire an additional marketing lead to explore this route.

City Community Trust Update (and more). Julian Tagg

You'll be very pleased to hear that I'll make it short this year. I hear the sigh of relief across the room. I'm addressing you as trust member no 83, Chair of the ECCT but a few brief thoughts from the President and Director of External Affairs, seat first if I may.

Many will have heard me say, apart from too much too often, it's not the survival of the fittest but the survival of the adaptable.

If that adage be applied, our club has adapted significantly, you might say magnificently.

The days of one person doing the job of three and a total reliance on our volunteers is neither right nor fair and I believe our club, down the twenty years of Trust ownership has achieved a realistic and sustainable balance as we have moved from a position of, to put it mildly, Armageddon, to a club with a healthy financial and league position and a level of fan support, ...importantly coupled with a real understanding, that puts us at the forefront of supporter ownership.

Patience is a virtue found rarely in men and never in women is a phrase I really don't believe in any shape or form. My wife is living testament and proof that that the phrase is nonsense

The word patience, when applied to fans around the country, when you read social media and the broad sheets, is interesting.

How do we do it, what's different, what's the secret, every club wants to know the answer. Nick and I would, be millionaires if we had a pound for every time that question is asked. Patience and understanding is the key. It wasn't always so but for the vast majority it is now.

Make no mistake, our manager Gary Caldwell has a really tough task with the hand dealt, that he holds on our behalf. Our budget reflects reality and it's one of the very few realistic defendable budgets, if any, of any of the clubs around us, below us, and without doubt above us.

Part answer to the question: Patience got us... financial stability, patience got us to L1 and viable, patience bought us our new grandstands, patience bought us a new training ground, patience bought us a dynamic Community Programme and an Academy that continues to punch way above its weight. I perhaps should add, there was some determined dedicated hard work too by the way !

I'm not sure if I will address you next year ... so if this is sign off I have to say... you're in great hands. My weekly meetings with Nick have allowed me to look from outside, beyond the day to day and see just how all-consuming being Trust & Club Chair and CEO actually is.

Having been there, I am able to commiserate.... pass on experience .... And occasionally masquerade as resident psychiatrist when Nick's drive and ambition to achieve everything across all aspects of the business has become overwhelming. You should know and I want to reiterate here now today you are in caring, dedicated and focussed hands.

Further, by way of cavalry, the addition of Jeremy Tipper as our CEO is a huge and positive step forward. His experience, enthusiasm and fresh approach is already accelerating our progress.

Bite sized chunks is an oft used phrase... but it must be said that the “executive” level jobs (Justin, Carrie, Joe FD, Arran & Jamie) across the board at ECFC without exception is still a serious mouthful.

It is no good pushing out the “it’s not the survival of the fittest it’s the survival of the adaptable”... spiel over and over again if you can’t live by it yourself.
Going forward our club continues to adapt, Jonathan Hart taking over my academy involvement and Marcus Flitcroft taking on the Director of Football duties is the succession plan, for me it’s been a difficult but necessary transition.

As ever, I will always do and continue to do, everything asked of me, to promote and advance all aspects of our club, locally,regionally and nationally but my thoughts today are primarily that I’d like to say to you, the people out there, for all the support you have given me down the years, a very sincere thank you.

However, as afore mentioned, part of my brief today is to give an overview of our Charity, Exeter City Community Trust, that supports both local and national initiatives for the benefit of our local community as well of course, our football club. The work is wide varied and diverse. An effort to explain what we do is way beyond the time we have available.

As part of the ECFC family team, ECCommunity Trust will continue to do its bit....

and finally

Every player or manager you see interviewed on TV etc says "I signed because it’s a family club".... The real difference for me is we are somewhat more **this club is not just a family club it’s a club owned by its family.**
Thank you

Julian Tagg
President, Director of Football and External Affairs.

Declaration of 2023 Trust Board Election results.

Doug Gillard 691*

Nick Hawker 902*

Michael Higgins 524

Neil Le Milliere 813*

Debra Noble 675*

Alistair Yates 393

*elected

1,304 (33%) voted.

4. Appointment of new Trust Auditor.

Steve Bright has acted as the Exeter City AFC Supporters Society Limited’s

(the “Supporters’ Trust”) independent auditor since the early 2000’s and we are incredibly grateful for the service and support he has provided us with over the years. At the 2022 AGM, Steve gave notice that the Supporters’ Trust’s 2022/23 financial year was to be his last acting as auditor.

The Supporters’ Trust’s rules state that a new auditor must be appointed by a resolution of an AGM and so we, the Supporters’ Trust, would like to propose Kirk Hills Chartered Accountants as Steve’s replacement where Adrian Hills will act as auditor. For background, Kirks Hills are a long-established, reputable company based in Exeter and Adrian, a Chartered Accountant since 1986, is partner in the business: https://kirkhills.co.uk/our-partners/adrian-hills/

Representatives of the Supporters’ Trust have met with Adrian and completed due diligence checks. The only point found which should be made clear to this meeting and our membership is that Adrian’s business partner, David Kirk, is currently a Trustee of the Exeter City Community Trust (CCT). We believe, however, that given CCT’s charitable status, its separation from the Supporters’ Trust and the legal responsibilities beholden upon a Trustee towards the body it represents, this does not constitute a material risk to Adrian’s impartiality or a conflict of interests.

We, therefore, ask for your support in appointing Adrian as the Supporters’ Trust’s auditor with effect from the conclusion of this meeting.

Proposal. The Exeter City Supporters’ Trust should appoint Adrian hills, of Kirk Hills Chartered Accountants as its new auditor.

Proposer. Steve Chown

Seconder Dr. D. Treharne

Passed with three abstentions

Presentation by Nick Hawker, Chair, Exeter City Supporters’ Trust

Our first year back in League 1, whilst exciting, was every bit the challenge that we expected it to be, though we didn’t expect to have meet it without our then manager, Matt Taylor, and indeed without almost his entire back-room team!

I have already documented the process we undertook to appoint a new manager, with our emphasis being very much on experience of getting out of League 1, but at the time, and importantly, the ability to help us grow and develop the playing side of our club.

In addition, critical to our plans at this point was to become not just a League 1 team, but a league 1 club. Not just on the pitch, but across the business. With the demands of needing to compete with some pretty hefty playing budgets, we needed to understand and have the capacity and skills to execute strategies to increase our revenues to give ourselves the best possible chance of doing well. To be a League One club. I’ll speak a little more on this later.

It wasn’t an easy start for Gary Caldwell; he arrived with a half-built training facility, the training ground a building site, a core of the team out of contract in the summer, and the prospect of the final month of the season looking, to say the least, formidable.

From autumn onwards the club were negotiating with those academy players who had served us so well but whose contracts were expiring in the summer of 2023. As you’ll by

now, they each chose to move on. It made the summer transfer window terribly hard, with a massive overhaul of the squad required.
However, with a successful January 2023 transfer window behind us, we made it through the season with room to spare!
Throughout the year everyone worked hard to identify areas for improvement around the club, with a real focus on increasing revenues and indeed, capacity at SJP.
Now this brings me on to a question posed by a member with respect to whether we've had any offers of investment in the club?
During my time as a Trustee there have been no offers whatsoever.
There was, this year, an enquiry made via a UK based agent from a Brazilian consortium. This was followed up in respect of obtaining more detail, but we never had a response. For the record, should an offer ever be made then of course, the members would be made aware, and a forum called to debate the matter.
If there have been other offers, then the Trust Board has no knowledge of them at all.
During the summer began the rebuild of our squad and, until mid-September everything appeared to be going perfectly. However, I've been asked:

1. **What went wrong during the transfer window that left us light in our forward options?**

   The fact is there was a forward lined-up to join the club; the Premier League club concerned wanted the player to come, the player wanted to come, and we very definitely wanted him – unfortunately the PL club didn't submit the paperwork on time and the deadline was missed. We believe there may still be an opportunity in January to bring the same player in.

   During this transfer window the Trust provided a guarantee of an additional £200k on top of the club playing budget commitment and this directly allowed us to bring in Ilmari Niskanen – of course, he got injured playing for his home nation after just a couple of encouraging appearances for us, and only returned a week ago.

2. **Following GC's attendance at the Club Board meeting this week, what has gone wrong with our performances during the run of defeats?**
   Post mid-September has been hard to bear for all of us. However, the club board has seen a correlation between significant injuries to key players (sometimes multiple players in a single instance). This has meant that players who might not otherwise have expected to play such a big part in the campaign so far, have been called upon to step up. Other players missed the pre-season period and lacked match fitness but regardless, were required to play.
   During the worse injury period the intensity of training was reduced to ensure fit players didn't tire or pick-up non-competitive injuries and worsen the situation. This affected the match day intensity with which the side like to play.
   Gary presents on a monthly basis to the Club Board who have remained informed throughout the period on the status and impact of injuries, etc. Clearly, with long term injuries and the sheer quantity of them, results have suffered, and whilst this is subjective, it is inevitable that morale will dip.
3. **What immediate actions GC and the management team are taking to arrest the losing run and recover our season?**

   Since we're outside of the transfer window there's little we can do to bring in replacement players. Any that we might be available to sign would be out of contract and therefore, most likely not match ready. By the time we've built their fitness up we'd be heading into January and the opportunity to bring in players who were ready to go.

I can tell you that the boot-room have been working 1:1 with players to arrest the drop in confidence, working in small groups, doing everything and anything to keep their commitment and spirit high.

Either Jeremy or I are at the training ground at least once a week to speak with Gary and this week, Trust Director Julen Beer came with me.

Everything that can be done is being done and now, apart from Demetri Mitchell and Caleb Watts, we are getting closer to being back at full strength. With a fortunate break in games, we have the opportunity to regroup and hopefully, get back on track.

4. **What actions are in place with regard to the forthcoming January transfer window?**

   There are several actions currently taking place. Of course, the recruitment team are constantly tracking players to provide options in January. However, it's important for you to know that our attention is also on the non-playing support staff and associated resource. Any advantage we can gain based on lessons learnt, we have positioned ourselves to respond to.

   What I'm unable to do is to give you information that will inform every player, agent and opposition club of our capacities in January. However, Gary is aware of what is available, as are the recruitment team.

   Since remaining in League One is of critical priority, at this moment every resource is focused on achieving this. This includes both Club and Trust resource. The conditions of the amount of Premier League solidarity payments in the future are likely to be based on league position, not just the league you are in, as is at present, so retaining not just League One status, but also being able to compete in this league, is of the utmost importance to our income.

   However, I should stress that scenario planning is underway (and would be anyway) to ensure that whatever happens, we remain a competitive side next season, regardless of the league we're in. I need only point to Forest Green Rovers to demonstrate how important this is!

It's no secret that delivering a competitive playing budget is critical, and with a ground capacity of only around 8,500, it's vital that we maximise every ounce of revenue generation. We plan to do this in a variety of ways but of particular interest, via capital projects, some of which are being funded by a Trust loan to avoid delay.

We have provided a £100k loan to extend kiosks that enables increased match day sales, but also improves the supporter experience. The kiosk at gate 8 of the Nevada stand will be replaced with a larger option (this is due for completion in February 2024), a drinking area in the away end that enables alcohol to be consumed safely without being in view of the pitch (again, due to be completed in February 2024), and a covered area in the Fan Zone that will incorporate an additional kiosk (the style of cover in being researched and is due for completion before the start of the 2024/25 season).

We will also be installing a disabled toilet in the away end in January 2024, and in the summer we'll provide wheelchair access into the club shop.

Other opportunities are being investigated to increase SJP capacity and to provide more supporter facilities on the Big Bank, including an additional kiosk. The kiosk will be delivered in the summer of 2024.

So, right at the top of this address I mentioned about being a League One club and not just a League One team.

I've had the good fortune for 12 months to act as the Club CEO and frankly, the complexities of running a football club are immense. What I was particularly concerned about is that, in an effort to not spend money we were prohibiting ourselves from maximising our potential. There is no question that we have incredible staff, across the business, both sides of the M5, but the sheer volume of work and the constant demands of game after game left me in no doubt that if we are to stay successful, we must do more than just fill a playing budget. That is why we invited Jeremy to be our new CEO, and why we have recruited Joe Gorman as a dedicated CFO. I believe there will be one or two more appointments in roles that are self-financing, and critical to our future. These are currently with the Trust Board awaiting approval.

As a progressive football club, regardless of ownership model, we must invest in talent on the pitch, and off it. As the team develop, as the supporter experience develops, and our business model develops, so will the opportunity to pursue success.

With this in mind, we have already instigated an investigation into the Academy becoming Cat 2 status. Our neighbours down the road, plus the Bristol clubs, are heading in this direction and we mustn't lose our advantage.

Whilst Non-Exec. Director Jonathan Hart works up the business case, Julian is busy trying to establish an indoor pitch, which is a requirement for Cat 2, as part of a broader development in Exeter around Health & Wellbeing.

The time is right.

Soon, we will get a clear understanding of how the latest Premier League funding proposal will impact us. It would fully be our intention to put this to our members in a ballot but, and I must be honest, the turnaround from understanding the full proposal before going to a vote at EFL is often rapid. However, it's an important matter and I would certainly hope we have time to bring it to you.

The PL proposal includes a considerable uplift in funding – this season alone would see us £500k to £600k better off, with increased solidarity payments going forward, based on league position. As I'm sure you all know however, there's no such thing as a free lunch, and I'm mindful that we must understand the small-print – especially around changes to EPPP, given the dependency on our Academy, but also around any restrictions the additional cash can be spent on.

Clearly, if the money can be put into playing budgets then nothing will improve.

In Leagues One and Two, there seems to be a growing reluctance from owners to continually pour money into ailing clubs. It's worth noting that 2/3rds of EFL clubs are insolvent, whilst in the Championship, playing budgets amount to 150% of turnover.

You'll be pleased to know we are easily within the 1/3rd.

As part of the deal the EFL will introduce a new formula for determining how much a club can spend on the playing budget. What used to the Salary Cost Management Protocol – SCMP, we now have the Squad Cost Ratio formula. I'm delighted to say that Joe is working to understand how this works.

As a safety net, the government are now committed to installing an Independent Regulator for football. Their first task will be to complete a 'State of the Game' project that we hope, will prevent the kind of unfairness of parachute payments, for example, creating wage inflation that prohibits anybody but privately funded, loss making clubs, from being successful.

From the clubs I've enquired at, most seem to be veering towards an acceptance of the proposal. If you're a private owner spending your kids inheritance on a loss making football club, you can hardly blame them!

We will keep you informed and will do everything we can to ensure the matter goes to a vote before the club has to vote itself.

From questions. The minimum reserve that the Trust needs to hold is 50k. The Club needs to hold enough to pay the players for 3 months according to the Football League. We hold enough to pay all players and staff.

Nick thanked Trust Vice Chair Mark Cordell, who is stepping down for all his efforts and support. He was particularly grateful to Mark for being at the end of the phone when things became difficult.

Nick thanked all members for their attendance and support. He also thanked all Trustees for their hard work. Thanks also went to Rick, of TUST, for his help with the election.

Meeting closed.