

Minutes of the Meeting of The Board of Directors of Bristol Rovers Football Club Limited

Held on Thursday, 26th May 2022 at the Memorial Stadium

Present:

Wael Al Qadi, Club President (“WAQ”)

Tom Gorringer, CEO (“TG”)

Karim Mardam-Bey (“KMB”), Business Development

Chris Gibson (“CG”), Non-Exec

Stephen Lambie (“SML”), Non-Exec Supporters Representative Helen Wigmore, (“HW”), Non Exec Supporters Representative

None

SML was asked to take the minutes of the meeting.

Apologies:

- 1 Minutes of the last meeting
The Minutes of the last meeting, held on Monday, 20th December 2021, were approved for signature.
- 2 Matters Arising
The Board noted that any matters arising from the previous meeting would be covered within the individual reports, below.
- 3 CEO Report
TG presented his CEO’s Report, written copies of which had previously been circulated to the Board. The Board noted the content of this report, specifically:
 - Reorganisation of the Administrative Function of the Club: The reorganisation outlined at the previous meeting was now largely complete. The new office complex was operational and, with the exception of the roles outlined in the HR Report, all posts had been filled successfully. An Executive Committee had been formed and the professional standards had improved within an enjoyable working environment. It was noted that the reorganisation had resulted in a net saving of approx. £200,000 in salaries.

- Furlough Payments: It was noted that the Club had been subject to an HMRC audit of Furlough payments who believed that errors had been made in some of the submissions made by the previous Financial Controller.
- Insurance Claim (Financial loss during the COVID pandemic): The insurance claim was still ongoing although the two year claim period had now elapsed. TG reported that it may not be possible to include any furlough repayments into the overall claim, dependent on the results of an external court case.
- Budgets: The Heads of Depts had now produced preliminary draft budgets for the 2022/23 season. These Budgets were still subject to review and approval but provisionally projected an operating loss of £3.5M for the period. TG advised that he would be working with Department heads to get the budgeted operating losses down ahead of the new financial year and that final budgets would be shared with the Board, once confirmed.
- Stadium Improvements: The list of proposed improvements to the Stadium during the closed season following fan feedback was noted.
- Social Media: A series of “in focus” articles to be published on the Club’s social media platforms over the closed season, to highlight the successes of the individual departments.
- 4 EDI Update
Tom Gorrington presented an EDI update and action plan.
- 5 HR Report
Louise Smith joined the meeting to present her comprehensive written report, previously circulated to the Board. The board noted the content of the report and approved the plans for future development that were outlined within it.
- 6 Safeguarding
Louise Smith remained in the meeting to present her written report, previously circulated to the Board. The board noted the content of the report and approved the plans for future development that were outlined

within it. The Board acknowledged that it would do all it can to support Louise Smith in her Safeguarding role and ensure that the Club is as safe as it can be for all junior stakeholders.

The Board also noted that there had been significant improvements in the Club's Safeguarding Policies, Procedures and Training over the course of the 2021/22 season

7 Commercial Report

David Bright Joined the meeting to present his Commercial Report, previously circulated to the Board. The Board noted the content of the report and the following issues were highlighted:

- The Board noted the recruitment of Lucy Husband in the role of Hospitality and Event Sales Manager.
- The Board noted that the turn in form of the Club on the pitch had had a significantly positive impact on the commercial aspects of the Clubs operations. This was not just during the immediate timeframe but also in the development of Commercial partnerships. The Board noted the consolidation of existing partnerships and also the list of confirmed and potential new partnerships going forward.
- The Board noted that the refurbishment of the Restaurant area in the East Stand would not only provide more covers for 2022/23 matchdays but also permit a greater variety of products under offer (especially for the less attractive fixtures). It was also hoped that the newly refurbished area would prove more attractive to non-matchday usage.
- Retail: The Board noted the success of the retail operation both "in shop" and online.
- Ticketing: The Board noted the change emphasis from POTD to advanced ticket sales especially for the important final games of the season – resulting in compete sell outs.

- Season Tickets: The Board noted that 4.5K season tickets had been sold to date for the 2022/23 season (set against a revised target of 5K).
- 8 Facilities/Safety Report
David Fear joined the meeting to present his report, previously circulated to the Board. The Board noted the content of the report and the following issues were highlighted:

Training Ground

- The Board noted the Schedule of works completed during 2021/22 together with the schedule of currently ongoing works (including the introduction of a full CCTV system Schedule of future works estimated to result in an annual saving of £100K in security costs).
- The Board also noted and approved the schedule of future works

Memorial Stadium

- The Board noted the Schedule of works completed during 2021/22 together with the schedule of currently ongoing works.
- The Board also noted and approved the schedule of future works.
- 9 Media Report
Andy Downie joined the meeting to present his report, previously circulated to the Board. The Board noted the content of the report and the following issues were highlighted:
- The Board noted the expansion of the Media Dept over the period.
- The Board noted that, as a result, the levels of content (and the platforms over which the content was published) had significantly increased over the course of the season. It was also noted that some of the content could be, and had been, monetised over the period.

- It was noted that the increase in content had led to significant levels of fan engagement and had been extremely well received
- The Board noted and approved the proposed plans for the future developments.

10 Finance Report

TG advised that, to ensure future financial control coupled with the continuity required of that role, a decision had been made to outsource the Finance role to a firm of Chartered Accountants, Burton Sweet, who had commenced in April 2022.

Arabella Browne of Burton Sweet joined the meeting to present her written report, previously circulated to the Board.

The Board noted the content of the report and noted and approved the action plan that Burton Sweet had presented.

11 Catering and Bars Report

The Catering and Bars report had previously been circulated to the Board. The Board noted the content of the report and approved the proposals for ongoing development. In specific, the Board also noted the successful introduction and development of the “Fanzone”, together with the fact that it had been so well received by the fans in general.

12 Academy Report

Brian Dutton joined the meeting to present his written report which had previously been circulated to the Board. The Board noted the content of the report.

13 Season Analysis

The Board noted the comprehensive statistical analyses of the 2021/22 football season, copies of which had been circulated previously.

14 Football Update

Joe Barton (JB) and Eddy Jennings (EJ) joined the meeting (via zoom) to discuss the preparations for the new season in EFL League 1. The Board formally passed

on their congratulations for a successful campaign in 2021/22 and for achieving promotion to League 1. JB gave an overview of his plans to strengthen the squad over the summer for the new season.

15 Supporters Club update and Questions

On behalf of BRSC, SML reported that, since appointed as non executive Directors in November 2021, the main objective of the BRSC fans directors was to establish a formal conduit through which the supporters could have a voice on the Board. BRSC had established a series of social media contact points to BRSC/SML/HW whereby queries, comments and complaints could be focused through us. Whilst some supporters still contact the Club directly, SML reported that the use of these new channels was increasing and where we could not directly resolve any issues, they could be passed onto the Club for resolution.

Examples of these issues were: Stadium reconfiguration; fans conduct; No 12 Shirt; Comments on the Accounts.

The Board noted that the BRSC continued to successfully operate an away travel service for supporters and also organised the sale of matchday programmes and 50/50 tickets through its group of volunteer staff, at an annual saving of over £10K to the Club.

16 New Stadium

A verbal update was provided on the clubs efforts to move to a new stadium which remains a priority.

17 Health and Safety

The Board noted that Dave Fear is working through all of the safety recommendations made by the Safety Advisory Group ahead of the new season.

18 Any Other Business

There was no other business and the meeting was concluded.