

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

Held on Monday, 20th December 2021

Present: Wael Al Qadi, Club President (“WAQ”) – via Zoom
Tom Gorringe, CEO (“TG”)
Karim Mardam-Bey (“KMB”), Business Development – Via Zoom
Stephen Lamble, Non Exec Supporters Representative
Helen Wigmore, Non Exec Supporters Representative – via Zoom

Apologies: Chris Gibson, Non-Exec

1. Minutes of the last meeting

The Minutes of the last meeting, held on Friday, 12 March 2021, were approved for signature.

2. Matters Arising

A number of items were discussed, including the clubs on-going attempts to receive payment for their Covid-19 Business Interruption insurance claim.

3. Board Member Updates

WAQ reported that, since the last meeting:

- Martyn Starnes had resigned from the Club and, as a result, had been removed as a Director, and CEO, of the Club.
- Tom Gorringe had been appointed as CEO of the Club.
- Tommy Widdrington had also left the Club and, as a result had been removed as a Director of the Club.
- Chris Gibson had been appointed as a non-executive Director of the Club
- Significant positive progress had been made in re-establishing the relationship with the Bristol Rovers Supporters Club. As a result, Stephen Lamble and Helen Wigmore had both been appointed to the Board as non-executive Directors, representing the views of the fanbase.

4. HR, H&S and Safeguarding

Louise Smith joined the meeting to present her written report, previously circulated to the Board. The board noted the content of the report on the on-going work and company restructure.

5. CEO Report (incorporating Agenda Items 4, 5, & 7)

TG presented his CEO’s Report, written copies of which had, previously, been circulated to the Board. This main focus being:

- Primarily on Supporters, families and the local community and to communicate as openly as possible so that supporters have a clear view on the rationale behind key decisions.

- A re-organisation of the administrative functions of the club; to get the right people into post with the appropriate skills and experience; to strive to improve every part of the Club; and to drive costs down and revenues up.
- To move the Club forward by ensuring that everyone is pulling in the same direction.

TG noted that the Club was in a period of transition and was unlikely to be fully settled as a new leadership group until the end of the season – but that we have already seen positive improvements in all of these areas. He continued to present his report by providing an update on the core areas of the Club:

6. **Club Strategy**

TG reported that there had been no fundamental change to the medium/long term strategy of the Club. This was set out in his written report and accepted by the Board.

7. **EDI Update**

TG provided club EDI update.

8. **Administrative Re-organisation**

TG reported that he had reviewed the Administrative Organisation of the Club and had established 6 functional Departments:

- Finance Dept: to be headed by **Nick Reed**, recruited from Bristol Bears and due to join the Club on 1/2/2022
- Sales Dept: headed by **David Bright**, recruited from Glamorgan Cricket, and now in post.
- Media Dept: to be headed by **Andy Downie**, due to join in 2/2022.
- Marketing Dept: reporting to the Sales and headed by **Ana Hosty**, now in post.
- Facilities Dept: headed by **David Fear**, now in post - responsible for overseeing the sites at the Memorial Stadium and the Quarters Training Ground.
- HR Dept: headed by **Louise Smith**, now in post – responsibilities to include Safeguarding

TG also presented the plans for the renovation of the office areas to create a professional working environment where everyone could work in the same place. This would lead to the decommissioning of some current rented, portable, offices at a saving of approx. £15.7K pa.

9. **Financial Report**

TG's Financial Report had been included within his overall report and the content was noted by the Board.

10. **Retail & Commercial Report**

TG's Retail and Commercial Report had been included within his overall report and the content was noted by the Board. The following issues were highlighted:

- A number of changes had been made to the Retail environment in the recent period, including the recruitment of new staff; new product lines and ranges; new processes for managing online orders; new processes for managing stock and stock control; and a new pop up store in the car park on matchdays.
- A proposed amendment to the deal with TicketMaster to allow us to bring the sale of AWAY tickets in house at an approximate saving of £26K per annum. The Board accepted this proposal.

- An additional proposed amendment to the deal with TicketMaster to bring the sale of all matchday tickets in house was also under consideration, a decision will be made before the end of the season once the commercial terms and business effects have been reviewed.
- Additional retail units had been sited in the Western car park to include food and drink outlets together with a stage for live music. In general terms these had been well received by the fans and proposals were to extend the additional facilities over time.
- The current status of the medium term commercial (sponsorship) arrangements were noted.
- The analysis of the season ticket demographics was noted.

11. **Media Report**

TG's Media Update had been included within his overall report and the content was noted by the Board. The following issues were highlighted:

- The Club's Twitter account has been matched to an advertising platform since Summer 2019 and has been well followed. In September 2021, the monthly advertising revenue from this channel had increased to £3,500.
- Usage of the YouTube Channel has increased. This generates further advertising revenue identified under as "EFL Digital Payments" in the Management Accounts.
- The Club is currently top of the EFL League Two rankings for the streaming of live games on iFollow (when permitted). The two games available for streaming so far this season have each generated over £5K.
- Andy Downie has taken the role of Programme Editor and has increased the size, (content and advertising space) to 40 pages.

12. **Football Report**

TG's Football Report Update had been included within his overall report and the content was noted by the Board. The following issues were highlighted:

- We still had a significant list of players unavailable for selection because of long term injury (over 6 weeks).
- During the January Transfer Window the objective will be to maintain the existing budget for playing staff whilst improving our quality.

13. **Academy Report**

A written copy of the Academy Report had previously been circulated and the content was noted by the Board. The following points were highlighted:

- Byron Antony (ex BRFC Player) had been appointed as Head of Coaching with an additional remit to create a stronger and more defined playing identity within the Academy.
- It was noted that the Club was close to appointing an U18 Lead Coach
- It was noted that the Club was still recruiting for the role of PDP Physiotherapist.

14. **Directors Questions**

There were no specific questions from the Directors other than those already reflected in these minutes. However, it was noted that, since the resolution of the issues with the BRSC, and following the appointment of the 2 BRSC non-executive Directors, it was agreed that the Club

could now look forward to working with the BRSC with all parties pulling together to take the Club forward and that a regular set of meetings will be booked to discuss who we can work together.

15. Any Other Business

- **Covid Update**

TG had previously circulated a written report regarding the new rules that had been implemented since the beginning of the latest Covid Spike caused by the new Omicron Variant. The Board noted the content. It was noted that the first priority is the safety of the Club Staff, its players and its supporters.

The safeguarding measures outlined within TG's report were agreed by the Board.

It was noted that a revised "Code of Conduct" would be prepared for staff and Supporters and that this was in production. However, this would not be released until the time of our next home game, to include any further measures necessary, in the event that the situation worsened.

- **2022/23 Kit**

KMB had previously circulated details of the proposed designs of the 2022/23 Home and Away kits, which were noted by the Board.

- **Stadium Development**

WAQ provided a verbal update on the on-going plans for a new stadium site and this was noted by the board.

There was no other business and the meeting was concluded.