

The meeting was chaired by Trust vice chair Bob Souster and attended by 27 current members of NTFC Supporters Ltd – the meeting was quorate.

#### 1. Forms of Proxy

A total of 44 proxy forms had been received via the chair.

#### 2. Apologies

Apologies were received from Ian Atkins, Ant Collett, Heidi Green, Catherine Jarman, Stefan Krywawych, Tom Packer, Chris Payne, Kevin Simons, Trina Smith and Vince Smith.

#### 3. Minutes of the 2020 Annual General Meeting

Copies had been made available for those present and Bob Clarke proposed that these be adopted, the proposal was seconded by Andy Roberts and carried by 62 votes against 2.

#### 4. Matters Arising

There were none.

#### 5. Chairman's Report

Chair Andy Roberts addressed the meeting...

*'The year 2022 saw the Supporters Trust – the original Trust – mark its 30th anniversary with a number of celebratory events, rounded off by a free anniversary raffle thanking members for their loyal support.*

*But it proved a difficult year, with the Trust at loggerheads with NTFC's owners David Bower and Kelvin Thomas over the sale and future use of historic community land behind the East Stand at Sixfields.*

*For five months, the Trust was a bidder for the freehold of the old athletics track land. That bid, however, has now been withdrawn.*

*Our backer reneged on a joint agreement and the fundamental change proposed was considered by the Trust's board not to be in the best interests of building a progressive football club and complying with our core mission – the preservation of a professional League football club in Northampton.*

*The debate around the land has at times been unhealthy and my hope for this year, and future years, is that parties on different sides of any argument now commit to civil and constructive debate and dialogue. After all we all have the same goal, a better and stronger NTFC.*

*The board has nevertheless demonstrated commendable tenacity in seeking clarity around the intentions of the football club's owners and, looking ahead, the Trust must continue to challenge if it is thought that the club's interests – not necessarily the same as those of the club's owners – are not being represented.*

*The Supporters Trust is not a Supporters Club. It is an important distinction to make and those of you with long enough memories will recall the late great Brian Lomax being thrown out of the County Ground by then NTFC chairman Michael McRitchie in 1992, because the club chairman felt that the Trust should be handing over money it had raised to the football club and providing unquestioning support.*

*That relationship was not acceptable then. It should not be acceptable now. The Trust is a shareholder of the club and entitled to ask questions of it and Trust members should expect nothing less of its board.*

We have been discussing our evolving plans for an Infrastructure Foundation with Brian Lomax's family and we are delighted to receive an endorsement from Catherine and Emily for the plans, which will have the club's Community Trust at its heart.

And we are grateful for the support given to us by board member Ian Atkins during the last year - Ian always worked closely with the Supporters Trust when he was the manager at Sixfields in the late 1990s and his counsel on all matters football reform has been invaluable.

He has also generously donated shirts and training kit from the club's Wembley years which we are looking to auction for a charitable cause later this year, 25 years after that famous win over Bristol Rovers and the second visit to Wembley.

Ian has learned a lot about the land issues at Sixfields during his time on the board and is fully supportive of our position, which is to ensure that the old athletics track land behind the East Stand is preserved for future club and community use benefit.'

## **Secretary's Report**

Acting Secretary John Morgan reported...

*'The Trust was still looking for a permanent secretary.*

*Since the last AGM, there had been ten board meetings, all held via Zoom.*

*This has allowed members to attend board meeting who do not live in the county or country, but going forward the board will look at holding meetings both in person and virtually.*

*Attendance at Board meetings was steady throughout the year, with the average attendance being 71 per cent.*

*The board has welcomed 18 visitors over the course of our ten meetings.*

*There have been three resignations and, following the last AGM, the Trust Board has been made up of an average of eight members.*

*Since our last AGM, the Board received three resignations from board members.*

*These were from Barry Collins (June) and also Simon Miller and Dave Rawlings (August).'*

## **Treasurer's Report**

Bob Clarke reported to the meeting...

*'The accounts for year ended 31 August 2022 have been prepared with Clifford Towers, the Independent Reporting Accountants, in accordance with the requirements for Industrial and Provident Societies.*

*There is no requirement to have our accounts audited and the board considers that the accountants report and opinion is sufficient to provide transparency and credibility.*

*Our income improved to £8,513 with better Trust Travel Club income of £3,000 up from £895 after the lifting of Covid-19 restrictions*

*However the formation of a rival travel club, 'Teyn Travel', at the expense of the Cobblers Travel Club will have a detrimental and immediate impact on the income for the 2022/23 season.*

*Club 500 Lottery income from 145 members was £4,449, a small reduction of £301 on last year. The board urges all Trust Members to support Cobblers Travel when we run coaches and Club 500. The last coach this season will be to the final game at Tranmere.*

*Membership Fees were down to £707 from £1,133 after a reduction in member numbers to 725 from 744.*

*Expenditure remained well controlled at £4,880 down from £4,919 even allowing for a one-off cost of £2,000 for a Sixfields land survey report undertaken by Delta Simons.*

*Merchandise cost includes the 30th Anniversary cost for Phipps beer, written off in the year. Printing, postage and stationery was lower at £554. Accountancy fees were higher at £480 and are likely to double next year.*

*Meetings of the Trust Board continued to be held on Zoom which proved successful and the cost was modest at £130.*

*The major cost to sponsor the NTFC Women's Team in 2021 of £3,000 was not continued after contract terms could not be agreed.*

*The net surplus for the year was £3,633, up from £2,205 last year.*

*Our balance sheet improved to £152,212 from £127,030 with the inclusion of the combined value of the bank account balances for both Club 500 and Trust Travel total £21,568.*

*Fixed assets of £71,954 is the shares of £1 each held in NTFC at cost.*

Our cash held in the Co-op and NatWest bank accounts is £80,258, up from £55,076. This represents our “Rainy-Day Fund” as voted for by Trust Members. Our fully paid and called up Share Capital was £725.’

## Membership Report

Membership stood at 744 on 31 August 2021 and fell to 725 at this year end, 31 August 2022. As of 23 February 2023, membership had once more risen slightly to 727.

### 6. Adoption of accounts, appointment of auditors and vote for shortened accounts

Bob Clarke proposed that Clifford Towers were appointed as auditors for a further 12 months - the proposal was seconded by Bob Souster and was carried 52 votes against 2.

The 2021-22 accounts were adopted 61 votes against 2 and a vote to approve shortened accounts for 2022/23 was also carried, 58 votes against 5.

### 7. Board resolutions

That all the ACV land should be retained by NTFC with no warehouse or industrial development on any part of it.
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VOTES FOR: 50 VOTES AGAINST: 12
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That no part of the ACV land should be used as security in favour of West Northamptonshire Council.
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VOTES FOR: 51 VOTES AGAINST: 10
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That any development of the ACV land should be in the long-term interests, and for the sole benefit, of NTFC only, and not those of its owners or other third parties.
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VOTES FOR: 52 VOTES AGAINST: 9
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That any proposed developments on the ACV land be approved by the Supporters Trust.
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VOTES FOR: 48 VOTES AGAINST: 8
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That no director who has left the Trust’s board for breach of his legal or fiduciary duties be permitted to be re-admitted as a director.
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VOTES FOR: 51 VOTES AGAINST: 10
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That none of the money held by the Trust as “rainy day” money should be used for any purpose other than one approved by an EGM of the members of the Supporters Trust.
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VOTES FOR: 55 VOTES AGAINST: 1
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That to ensure best value for money the club obtains at least three competing bids for completion of the East Stand and appoints independent quantity surveyors (building cost consultants) to vet the bidding process and the subsequent works.
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VOTES FOR: 52 VOTES AGAINST: 10
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### 8. Appointment of Board Members

Bob Souster informed the meeting that the board had been carrying 8 vacancies during the past year. There had been 3 resignations.

At the AGM, 3 board members were required to stand for re-election, all did so, and one board member, Stefan Krywawych, decided to step down. This meant there were 12 vacancies to fill.

Nominations had been received from the following people.

1. Bob Clarke
2. Rob Duncan
3. Heidi Green
4. Derek Krajewski
5. Tom Packer
6. Andy Roberts
7. Jeffrey Roy
8. Kevin Simons
9. Bhyll Stephenson

Since the number of members putting themselves forward is fewer than the number of vacancies, all are elected unopposed.

#### **9. Any Other Business**

The floor opened to a general informal discussion on various issues.

On the Sixfields land issue, Gareth Willsher – who is Northampton Town FC’s media officer – told the meeting that club owner David Bower and chairman Kelvin Thomas intended to wait until the outcome of the Judicial Review before making an appropriate decision on the planned warehouse development, in terms of how that would specifically benefit the club going forward.

On the fractured relationship between Northampton Town FC and the Supporters Trust, James Averill felt that the impetus of the fan-led review into football reform required an improved relationship between the club and the Trust.

New director Bhyll Stephenson said his main interest in re-joining the Trust board was to seek a more harmonious relationship.

On the proposed election of one person to the Trust board, Neil Jarrett questioned if this was correct given that the person in question had been required to step down in the recent past after posting an offensive comment online.

There was much discussion around this topic and drew in reference to another former board member who stepped down after the board came to the conclusion that he had been working against the best interests of the Trust while in office.

In the case of the first-mentioned person, Gareth Willsher said that the club chairman would in no way be able to work with him if he was present on the Trust board.

Andy Roberts said that the Trust was looking to bring in a social media policy for board members following guidance from the Football Supporters’ Association (FSA).

Councillor Phil Bignell said that it needed to go beyond a policy and that Trust board members should abide by a Code of Conduct.

Miles Wilkie told the meeting that a board with several fresh faces gave the Trust a good opportunity to now move forward more smartly and positively and that every encouragement should be given to canvassing a broader view in establishing future direction.

There being no further business the meeting was closed.