

CF10 ARMS PARK RUGBY TRUST

MINUTES OF FIRST MEETING OF THE BOARD OF TRUSTEES HELD

AT CARDIFF ATHLETIC CLUB, CARDIFF ARMS PARK ON WEDNESDAY 15 MARCH 2017 COMMENCING AT 7.00PM

PRESENT

Board Trustees: David Allen (Chair); Andy Baker; Simon Baker; Jonathan Bray; Sally Carter; Lynn Glaister; Huw Jones (Secretary); Derek Redwood (Treasurer);

Observers: None

Apologies: Andrew Collins; Fred Davies; Neil Harries; Martin Hughes; Simon Jones; Dan Pearce

| ITEM | | ACTION |
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| 1 | Chair's Introductory Remarks DA welcomed members and observers to the first formal Board meeting. He congratulated the new board on its election. It now had a clear mandate from the membership and a responsibility to them. DA also reported on the meeting he attended with ProRugby Wales. | |
| 2 | Minutes of the Last Working Group Meeting held on Wednesday 15 February 2017 These were AGREED as a correct record. | |
| 3 | Matters Arising Proxy Shares - DA thanked colleagues for their assistance in distributing the shareholder letters. The Trust now has 45 shareholders indicating that they are willing to proxy their shares. To date, the Trust now has 24,400 proxy | |

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| | <p>shares with another 800 as immediate prospects. This would make the Trust the 10th largest 'shareholder' in the company after the heritage shares are excluded.</p> | |
| 4 | <p>AGM DA thanked everyone for their effort at the AGM. He felt that the evening could not have gone any better in terms of attendance and content. The plan of having different people delivering different sections worked well, as did the combination of the Open and AGM sections. Particular thanks were given to Simon B for the equipment and Simon B, Andy and Dan for getting to the venue early for the set up. Thanks also to Simon J and the Comms team for ensuring that the social media side was well covered in the build-up.</p> <p>JB provided a summary of the Open Meeting Feedback session. He identified 8 themes emerging from the discussions. This paper would be distributed to members for information, as promised.</p> <p>The priority was to identify the Trust's principles and priorities and make these explicit via a Mission Statement.</p> <p>A note of the AGM would be drafted.</p> | <p>JB/DA</p> <p>DA</p> <p>HJ</p> |
| 5 | <p>Meeting with Richard Holland 29 March at 2pm Attendees at the meeting would be: DA, HJ, DR, LG, AB Items for discussion would include: themes from the AGM; results from the two surveys; Heritage Project; relationships; how can the trust be helpful to the CBs. DA to draft an agenda.</p> | <p>DA</p> |
| 6 | <p>Future Structure of Working Groups AB volunteered to take over the role of Membership Secretary and this was AGREED.</p> | |

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| | <p>DR had been elected as Treasurer and there was no specific need for a Finance Group. The majority of documentation had been developed and there was now no specific need for a Governance Group. It was AGREED HJ would lead any reviews and consult with NH as appropriate.</p> <p>Projects Group would be renamed Heritage Project and comprise DA, SB, SC and NH. LG volunteered to lead a revitalised Communications Group with SJ, MH and AC.</p> <p>Terms of Reference for Heritage and Communications respectively would be drafted.</p> <p>The meeting considered skills gaps and identified 'Sales' and a 'young person's perspective'. AB said he would like to give some thought to the sales role and this was AGREED.</p> <p>It was also AGREED that Young Ambassadors would be contacted regarding one of their members potentially joining the group.</p> <p>JB identified some potential work needed around Stakeholder Engagement and AGREED to draft a paper for consideration at the next meeting.</p> | <p>DA LG</p> <p>AB</p> <p>HJ</p> <p>JB</p> |
| 7 | <p>Attendance at Board Meetings</p> <p>DA felt that the new Board was a very skilled and motivated team. That team still includes those who opted not to stand for election. If the Trust was going to achieve its aims it needed a wider group of people to contribute. He asked observers to continue to give their support at the monthly meetings and in the revised sub-groups.</p> <p>AGREED: Future Board meeting would also include the wider working group members but on rare occasions the Trustees would need to</p> | |

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| | meet separately. | |
| 8 | <p>Heritage Project The cataloguing of all artefacts has now been completed with the inclusion of materials from the hospitality boxes. AB and SB are refining the data base behind the scenes Unfortunately the Blues material is very much under-represented. The significance assessment is still be done.</p> <p>DA has scanned all the rugby section reports from 1974 to 2011 - some 35 in all - and plans to do the same with the year entries from Danny Davies' book. The RFC heritage committee has not yet been set up. DA had started work on the video for the 140th anniversary dinner. The list of possible material to include has been collated with Simon Down and permission has obtained to use video material from the WRU, Pro 12 and Pathe News.</p> | DA |
| 9 | <p>Finance Report DR reported that the balance at the Bank was £1399.15 and £175.11 in the Paypal account making a total of £1574.26</p> | |
| 10 | <p>Governance Action Plan - March 2017 The majority of the Governance Action Plan was complete with the Directors' Handbook now available in the Documents section on the website. Trustees AGREED that a hard copy of the handbook was not required and each would review the contents on the website.</p> <p>The Plan would be restructured for future meetings.</p> <p>In order to improve transparency, it was AGREED Minutes of this meeting and future meetings would be put on the website</p> | Trustees HJ HJ |

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| 11 | Other Identified Business A priority item for discussion at the next meeting would be membership renewals and recruitment of new members from September. | ALL |
| 12 | Date and time of next meeting Wednesday 5 April 2017 commencing at 7pm | |