

## **CF10 RUGBY TRUST BOARD MEETING**

**Seventy-fourth meeting of The Board of Directors**

**Tuesday 16<sup>th</sup> January 2024 commencing at 7pm**

**Via Zoom**

PRESENT

Board Directors: Lynn Glaister (Chair), Sally Carter (Minutes), Simon Baker, Derek Redwood

Supporter Rep: David Allen

Apologies: Andrew Collins, Claire O'Shea, Simon Jones, Steve Coombs

### **ITEM**

1. Welcome from Chair and apologies

Lynn welcomed everyone and summarised the key issues to be covered in the meeting.

Apologies were noted.

2. Minutes of last Board Meeting

Lynn apologised for not having a full set of minutes for the November meeting.

Action- Derek to pass his notes of the November meeting to Lynn.

3. Actions and matters arising

To be carried over

4. Cardiff Rugby matters.

#### **a. Meeting 19 December**

CF10 met with Richard Holland shortly after the announcement of the new investors. The mood was positive, and Richard's briefing was reassuring.

- What are the possibilities for renegotiating the WRU loans at a time of cuts to Welsh Government budgets?
- Recruitment for next season. Matt Sherratt has a list of people he wants to retain and people he is interested in signing. He has discussed his plans with Sam Warburton. South Africa is seen as a good option for recruitment but

there is also a real commitment to bringing players up through the academy. There is an understanding that a more experienced spine of players is required to help bring on the youngsters.

- Richard recognised the need for Cardiff Rugby to enhance the number of people in non-rugby departments to allow the Club to move toward a more professional and sustainable model.
- Cardiff Rugby have had a meeting with Macron in Italy, and met other teams who are supplied by Macron. They have confirmed there will be a women's shirt next season.
- Money has been found to start making improvements in the Pack Bar.

## **b. EGM**

We asked members for feedback on the situation with shares and receive several comments which have been passed on to Richard.

A member raised a point about 'sport washing' and ensuring that our new investors are properly vetted. It was agreed that this was something we need to monitor going forward.

Another member noted that Helford Capital's accounts aren't fully published because they are registered in Jersey. David was able to confirm that Cardiff Rugby is still registered here, and our accounts will be published as normal.

Went on to suggest that we whether we might need a binding contract between CAC and HC to protect the heritage because the articles can be changed by the majority shareholder. However, there is a pre-condition in place stating: 'Except with the prior approval of the holders of a majority in number of the Heritage Shares the company will not ...' CAC remain the holder of the heritage shares so changes to the club's name or colours could not happen without their approval. It was suggested that at the CAC AGM we need to establish that this could not happen without a vote of the full membership of CAC and not simply agreement by the management committee.

It was agreed that overall, our Membership are in favour of this new deal so we will be voting in favour. We do hold proxy shares for individual members but unless they have sent through the form that came with the shareholder pack, we will be unable to vote on their behalf. They can still attend in their own right because this is a free vote.

Action - Lynn will send out a message to CF10 members to tell them we will be voting in favour.

## **c. Supporter Director Post**

David is into his third year as Supporter Director and recruitment for the next three year appointment will need to start in Sept/Oct. This is likely to be discussed at the August Board meeting so if we want to make any changes to the election process, we need to get suggestions to the Board prior to the August meeting.

David has spoken to Barry at Crys 16 to ask how they nominate to the Scarlet's Board and has a number of thoughts on possible changes to the process:

- Should nominations come through supporter groups? David feels this is a more robust way of doing it and gives the successful candidate a greater mandate. It also ensures we only have candidates who have already shown a commitment.
- Candidates will still need to match the criteria set by Cardiff Rugby, and it will be their choice in the end.
- The current rules do not state if a person can serve more than one term or indeed set a maximum. David feels it should be limited to a two-term maximum.

Action - add to the agenda for discussion at the next meeting on the 13<sup>th</sup>.

## 5. Joint Supporters Group

The JSG sent an open letter to Abi Tierney. The Dragons members did make some amendments but agreed to support the published letter. They then decided they should not have signed it and distanced themselves from it.

A response was received from Abi thanking JSG for the letter and stating that she understands why we feel the need to call people out in a public arena. However, she expressed hopes that this will not be necessary in the future if we are better able to work together. She also stated that some of the facts in the letter are not correct but is happy to discuss this further.

The letter will be circulated for discussion at the next CF10 meeting so that we can formulate a response for the next meeting with the WRU. It was agreed that we should move the next meeting of CF10 forward to the 13<sup>th</sup> February so that it does not clash with the WRU meeting on the 20<sup>th</sup>.

Action - Lynn will circulate the letter for discussion at the next meeting.

Action – the next CF10 meeting date will be brought forward to the 13<sup>th</sup> February. Simon will update the website accordingly.

Action – Lynn will circulate the JSG minutes to the CF10 Board and will circulate the minutes and the letter from Abi Tierney to all members after the Shareholder meeting.

## 6. Website

Andy Baker has confirmed that the website and associated email accounts that he hosts for the domain cf10rugbytrust.org will be terminated on 31<sup>st</sup> March 2024

- We need to organise alternative development, support and hosting.
- Andy is happy to transfer ownership of the domain name at any point prior to that date should we wish to retain it.

Action – Lynn will ask the membership if there is anyone out there who could create a basic website package – something that is simpler to use and that we can all have a part in maintaining and updating.

## 7. Working Groups

### a. Heritage

The CIC is still stalled so we have had a rethink about creating a structure that addresses the concerns of Cardiff Rugby but also provides long-term security for the heritage. We have a meeting with Keith and Richard Holland at the end of January and we hope that this new structure will be accepted at the Board meeting in early February. The Heritage meeting set for last week was postponed until we have news to report back to the group.

Sadly, we did not make the final cut for Antiques Roadshow!

We have secured the Rhys Gabe jersey from the recent Charlie Pritchard auction. This was purchased with funds from the new owners.

### b. Communications

The Twitter rota has just been updated. Things are going well on Twitter, but we need to move back to more blogs on wider topics now that we are finally emerging from survival mode.

Action – at the AGM we will ask members what issues they want us to be campaigning on going forward.

## 6. Finance

Derek confirmed that we can record the formal approval of the 2023 accounts which have been signed off. The Annual return for the FCA will now be created.

Currently our account stands at **£1041**

Derek noted that there are problems accessing the Pay Pal account. It may be related to the email linked to our account and Derek will chase this further.

David passed on the thanks of the Heritage group for the purchase of the Lightbox which has already proved very useful.

Income is non-existent at the moment, and we will need money to pay for the website development. We may need to look at ways of raising some funds.

## 7. AGM Planning

- Election of Secretary (vacancy)
- Election of Chair (term expires)
- Election of Board member (term expires)

Lynn has approached Hugh Campbell from the Cardiff RFC Supporters Group, and he has said he would be interested in joining the Board. Lynn has agreed to nominate him.

Action – Simon to check dates and deadlines for nominations now that we have a date set for the AGM.

## 8. Any other business

The CAC AGM is on the 31<sup>st</sup> January at 7pm in the Pack Bar.

A newsletter will be sent out after the EGM with information about the Supporter Director Q&A. We will also ask for questions in advance.

## 9. Date and time of next meeting

Proposed dates for meetings up to the AGM:

- i. 13<sup>th</sup> February
- ii. 19<sup>th</sup> March (AGM)