



BOARD MEETING MINUTES

Meeting No.	48
Date	Tuesday 22 November 2005
Time	8 p.m.
Venue	Plough Inn, St Peters Street
Version	1

Present

Keri Usherwood (Chair), Nigel King, Eric Kerry, John Collin, John Armstrong Holmes, Martin Naylor, Ken Carter, Jurgen Halligan, Cheryl Thompson, Steve Thompson, Philip Marshall (as a Board Member after Item 4), Stuart Rolley (as a Board Member after Item 4), Phil Tooley (Supporters Direct).

1 Apologies For Absence

Carole Stapleton, Alan Scott,

2. Meeting Agenda

KU explained that there was basically just one major item on the agenda, Derek Pavis's proposed bid. He welcomed Phil Tooley who had kindly agreed at short notice to give advice at the meeting from a Supporters Direct perspective. With the agreement of the meeting KU said that the agenda order would be changed to deal with co-options early and then to take his report and ST's report as the starting point of discussion on the proposed bid.

3. Declarations of Interest

None

4. Consideration of Co-Options

JC reported that two people were present at the meeting for possible co-option. The two present were Philip Marshall, who was well known to the Board and Stuart Rolley whose details had been circulated to Members before the meeting.

Prop MN, sec JAH that Phil Marshall be co-opted.

Prop. NK, sec. MN that Stuart Rolley be co-opted.

The proposals were carried unanimously

5. Officers' Reports

5. a Chair – Keri Usherwood

KU explained that this was a difficult report and urged Members to forget the past. He explained that the Officers had met Derek Pavis, Mrs. Pavis and their solicitor on the evening of 20 November. The Trust Officers were given a



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document (Heads of Terms) outlining a draft agreement between DP and another shareholder. There were several requirements on the Trust.

The Trust was therefore a key part of the proposed bid even though it was not aware of this until the meeting on 20 November.

The Trust representatives were asked to sign the document on the night but they explained they had no power to either accept or reject it and that it would have to go before the membership.

The Heads of Terms document was circulated to Members of the Board for perusal.

PT asked if the Club is a private company (it was confirmed it is) and said that it was most important to consider the consequences of accepting or rejecting the bid and any other options.

8. Supporter-Director Report – Steve Thompson

ST gave a report to the meeting on the effects of the proposed bid on the Club and the financial situation at the Club.

ST proposed that the Board does not sign the Heads of Terms Document but that we put it to the membership at an SGM on 15 December 2005. This was seconded by KU and carried unanimously.

ST agreed to convey this to the parties concerned. **Action ST**

With regard to calling the meeting, PT said he knew of an envelope stuffing/posting service. MN said he could provide the service as well.

At this point it was prop. NK, sec. PM that business could be extended to 11.00 p.m. This was carried.

The following ground rules of the Special General Meeting were agreed: Members only.

No new members/renewals received after midnight 22/11/05 would be processed until after the SGM.

JC, NK, EK with help from others would organise the meeting and the administration of the procedures to be followed. Action JC

No recommendations/motions could be presented until the night in question so fairly bland notices would go out.

Proxies would be dealt with. (as per the rules)

It was also agreed to approve £1,000 for any necessary legal advice.



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5. b Treasurer – Eric Kerry

EK said he had posted his report. In summary, £1556 balance after taking account of possible legal fees. There was some money to be given to the Treasurer.

5. c Secretary – John Collin

JC reported that he would soon be asking Members for personal information for the FSA Return which had to be submitted before 31/12/05.

6. Sub-Group Reports

NK pointed out that all of the positions re sub groups had not been filled at the meeting following the AGM. It was agreed that PM should take on his former duties again and that JH would assist with PR.

6. a PR

6. b Community – CT had posted a report prior to the meeting.

6. c Strategy

6. d Membership, Recruitment, Retention

6. e Fundraising – KC had posted a report prior to the meeting.

9. Any Other Business

KU reported contacts with Steve Westby and reported on progress with the Notts County book.

10. Minutes of Previous Meetings, for approval and signing

Minutes of Meetings 045, 046, 047, having been circulated were approved as a true record and signed.

11. Date of Next Meeting

In the next two weeks on a date to be determined. **Action JC**

Chair's Closing Remarks

KU thanked the Board for attending and thanked Phil Tooley for coming to give the benefit of his advice.

Meeting closed at 10.45 p.m.