



The 2013 Annual General Meeting of the  
Wrexham Football Supporters' Society Limited  
Trading as the Wrexham Supporters Trust

At The Centenary Club, Wrexham Football Club

Thursday, 27<sup>th</sup> June 2013 commencing 7:30pm

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## **Minutes from 2012 Annual General Meeting**

### **Minutes of the 2012 Annual General Meeting of the Wrexham Football Supporters Society Limited Trading as Wrexham Supporters Trust**

Venue: The Centenary Club, The Racecourse Ground, Mold Road, Wrexham

Date and time: Thursday 28<sup>th</sup> June 2012 commencing 7:30 pm

#### **1. Introductions**

Peter Jones as Chair opened the meeting and declared that the minimum number of members required in the constitution has been reached.

#### **2. Approval of minutes from 2011 AGM**

The minutes of the 2011 AGM were presented to members via their AGM packs and were approved by Members present.

#### **3. Approval of minutes from 2012 SGM**

The minutes of the 2010 SGN were presented to members via their AGM packs and were approved by Members present.

#### **4. Chairman's report**

2010 was a significant year for Wrexham Supporters' Trust.

Key milestones included:

- Acquiring Wrexham Football Club
- Membership numbers
- Snowdon walk
- Saturday stall
- National Eisteddfod of Wales
- Conference bond fund raising
- Christmas lottery
- Community shares
- Launch of Junior Dragons

#### **Acquiring Wrexham Football Club**

The decision of the Football Conference drew to a close a six-month process that ended with official approval two days following a meeting between representatives of the Society and the independent members of the Football Conference Board of Directors.

During this period there were many highs and the most obvious was the continued support from you, the supporters, and without this the takeover would not have been possible.

We also would like to thank the support of both the Football Association and Football Conference for their assistance in approving the transfer of membership to our 100% owned subsidiary, Wrexham AFC Limited.

For the record, the first game as a supporters' owned club took place on the same evening of the official announcement with Wrexham overturning a half time deficit at home to Darlington to run out 2-1 winners courtesy of goals from Adrian Cieslewicz and Jake Speight.

#### **Membership numbers**

A positive impact of the acquisition of Wrexham Football Club is that membership numbers have trebled throughout 2011 to a record high of 1,904 at the year-end. In addition to saying that you own Wrexham Football Club, the number of benefits of carrying your Trust

membership card has also increased with the support of local business and this will be something that we will look to build on.

### Snowdon walk

On July 17<sup>th</sup>, 2011 approximately 180 Wrexham fans set off from the Pen-Y-Pass car park, Llanberis, on the Miners track to the summit of Snowdon. Conditions on the ground were fine with the walkers having no idea of the conditions that faced them when they reached the highest point of Wales.

Amongst the way walkers of all ages supported each other and this became more evident upon reaching the summit to be faced with gale fore wind, driving rain and at some points hailstones. All this in the middle of summer!

The walk will live with all who participated on the day and has turned out to be the largest fund raising event we have run, with over £20,000 raised to support our acquisition of Wrexham Football Club.

The walk is being repeated this year on July 15<sup>th</sup> but hopefully walkers will benefit from better weather!

### Saturday stall

Whilst on the subject of weather the Saturday Stall team have been another great success of volunteers coming together to give there free time in support of the football club. They have been out and about, come rain or shine, in the town through the year and it is testimony to their hard work that our merchandise sales for the year grew from nothing to over £26,000 with the vast majority coming in the second half of 2011.

This is as fantastic effort and something that everybody involved is rightly proud of and I personally know the enjoyment that each supporter has experienced from being involved during the last twelve months.

### National Eisteddfod of Wales

We manned a stall at the National Eisteddfod of Wales for a week in the summer of 2011, as it was held in Wrexham for the first time since 1977. Volunteers from the membership helped us to raise over £8,000, as well as attracting many new members from the Welsh community from outside the Wrexham area who have strong affiliation to Wrexham FC. We made many friends and informed them of the updated situation, whilst our manager Dean Saunders, a former Welsh international, and his assistant Brian Carey, and some players attended the stall throughout the week. It certainly kept the name of Wrexham FC in the public eye that week.

### Conference Bond fund raising

The events surrounding the start of the 2011/12 season confirmed that Wrexham supporters were the best people to own their football club

The then owners of Wrexham Football Club submitted budgets for the 2011/12 season and, following the events of unpaid taxes at the end of the previous season, the Football Conference demanded that Wrexham Football Club should deposit a bond of £250,000 within 24 hours or we would be unable to commence the season.

Wrexham supporters rallied to the cause and in a frantic eight-hour period raised the necessary funds to deposit the required bond to allow us to commence the season. This just shows how much Wrexham Football Club means in the hearts of supporters and the pleasing aspect of the takeover is that the funds deposited by supporters have safely been returned.

### Christmas lottery

Another significant fund raising activity was our annual Christmas draw. This again showed the determination of Trust members achieving to sell over 19,000 tickets to family, friends and colleagues in the space of only six weeks.

### Community Shares

At the end of the year the Society Board had made significant progress in developing our community share scheme to provide the capital to transform Wrexham Football Club into a financially stable, community owned club.

The scheme launched in 2012 is a first for UK football and will change the way football supporters interact with their club forever. Instead of giving away money via donations you now have the option to invest in your football club with the potential for a return on your investment via annual interest once the club has achieved financial stability.

### Re-launch of Junior Dragons

Everybody recognises the importance of children as the future of our football club. This is why the Society re-launched the Junior Dragons club during 2011 to start building a bright future for Wrexham Football Club. We have been encouraged by the response so far with almost 300 members joining and this is something we will build on as a key aspect of a community owned club.

## **5. Treasurer's report**

Treasurer Mark Williams requested members to refer to the 2010 financial accounts for this section of the meeting but remind members that the accounts cover the period January 2011 - December 2011 and not to June 2012.

In summary it was a record year in terms of turnover and surplus for the year:

- Turnover up by £123,000 to £154,000
- Expenditure up by £49,000 to £63,000
- Surplus for the year up by £75,000 to £93,000
- Includes one off club acquisition costs of £20,000

The main increases came from fundraising with Snowdon Walk raising over £20,000 and the Christmas draw just short of this amount.

Membership subscriptions doubled for the year to above £40,000 and at the year-end membership numbers had trebled to 1,904 from 601 at the start of the financial year.

Merchandise increased from virtually zero to over £25,000 but the Treasurer warned that 2012 would not be as productive as merchandise operations were being run by our subsidiary company, Wrexham AFC Limited from the start of the new season.

An analysis of the Fundraising income provided on page 14 shows that it was a drop in the number of events that caused the reduction in fundraising income with the main costs in this area being the Year Book.

Interest was down on 2011 due to the drop in interest rates and less funds available due to investments in the football club.

Expenditure was up on 2011 but this was due to increased membership numbers and fundraising events. There was also one off acquisition costs of £20,000 for professional fees in the purchase of Wrexham Football Club.

The one final item on the income and expenditure account is the Corporation Tax that is payable on the interest we receive.

A full break down of the income and expenditure items are provided on pages 14-15 of the accounts and, as ever, we have attempted to list these in as much detail as possible but these are some of the highlights:

Now onto the balance sheet on the next page and the first line is a new item called investments. This is the share capital of £270,000 that we have invested in Wrexham AFC Limited as at 31<sup>st</sup> December 2012. To date there has been no further investments as the club has sufficient cash reserves from the FA Cup run, play off match and players sales.

Trade debtors all relate to sponsorship and supply of the Year Book and have since been paid.

A break down of the cash held is provided in note 4 on page 11 and you can see the decrease in cash held due to the investments we have made into the football club. The Bank of Scotland account has been closed.

The main creditors figure is the Loan Note scheme that was set up in 2005 and did not move in 2011.

That is a walk through of the 2011 accounts and the next step is for us to file these with the Financial Services Authority along with our annual return next month.

Rolling forward to today from the end of 2010, membership stands at almost 2,222 and Trust funds currently stand at a healthy £307,000, making a total raised in the first 10 years of the Trust to £700,000.

## **6. Election of Auditors**

Motioned carried by members to re-appoint McLintocks as auditors.

## **7. Outline budget of Wrexham AFC Limited for season 2012/13**

Mark Williams referred members to the section on Wrexham AFC Limited financial budgets in their AGM packs and presented outline budgets for Wrexham AFC Limited, a summary of which is represented below:

• Turnover	1,675,574
• Variable Costs	418,504
• Gross Profit	1,257,071
• Wages and Overheads	1,454,883
• Operating Profit	(197,812)

The main assumptions in the budget were as follows:

- No FA Cup run
- No FA Trophy run
- No Play Off Game
- No Player sales
- The opening cash position was 178,503 and the closing balance was 203,624

Mark Williams outlined the proposed new financial regulation rules regarding clubs in the Conference and confirmed that the club voted for these but there was not a sufficient majority for them to be passed.

The budget showed that the following centres were expected to contribute:

• Commercial	330,000
• Club Shop	62,000
• Gold Bond	20,000
• Centre for Excellence (under 16s)	(12,000)
• Programmes	15,000
• Away Travel	3,000

Season ticket and matchday income assumptions were as follows:

- 1,556 season tickets at an average of £191.03 = £297,244
- 2,249 paying attendees at an average of £10.09
- Total attendance = 3,805

Other sources of income were identified as:

• Web Site	8,000
• TV and Radio Fees	12,000
• Away Travel Club	13,800
• Donations	15,000
• Gold Bond	37,266
• Youth Team	39,760
• League Disbursement	52,750
• Ground Boards	56,605
• Centre for Excellence	88,750
• Sponsorships	105,133
• Club Shop Sales	124,576
• Hospitality	136,499

Matchday costs for 23 league matches were identified as:

• Gatemens & Stewards	56,250
• Police Costs	16,518
• Ambulance Costs	4,250
• Matchday Officials	12,500
• Match Filming	5,375
• Ticketing System	8,157
• Programme Costs	29,087
• Hospitality Purchases	45,522

Overheads were identified as:

• Facility Hire	205,000
• Insurances	7,368
• Travel Costs	21,000
• Office Costs	12,600
• Computer Costs	2,610
• Other Overheads	24,000
• Football Foundation Donation	12,000
• Marketing Costs	12,000

Mark Williams stressed that the amount we actually pay Glyndwr is less than the cost of Racecourse and Colliers due to the sponsorships that are included in turnover, however we are not showing that figure as it could weaken our negotiating position for any future sponsorship deals.

Mark Williams gave the reason why we have not made the wage budget public:

- We operate in a competitive environment and it will give our rivals an insight to our plans
- We are still negotiating with players
- By releasing this information it will weaken our negotiating position

Mark Williams and David Roberts, the Chief Executive of Wrexham AFC Limited, answered questions from members regarding the budget presentation

## **8. Voting on Resolutions proposed**

### **Resolution A:**

From the evidence presented to the Wrexham Supporters Trust Board in regard to the much debated formation of Wrexham Football Club, the Trust Board propose that the year of formation for Wrexham Football Club should read as 1864, and the year on the official club badge be changed accordingly.

Pete Jones spoke on behalf of the Society board for the resolution and gave the following supporting information:

- Purchase of a football in 1864

- Organised match in 1864 v the fire brigade
- First annual meeting held in 1865
- Football Association of Wales referring Wrexham to be 15 years old in 1879

**Result:** Resolution carried by required majority

**Resolution B:**

Immediately following the AGM, the Trust Board be authorised to invest a further £500,000 (£770,000 in total) in Wrexham AFC Limited (a 100% subsidiary of Wrexham Supporters Trust) during the period following the AGM up to the 2013 AGM

Mark Williams spoke on behalf of the Society Board for the resolution and gave the following supporting information:

- Renewal of resolution B passed at a Special general meeting on 24<sup>th</sup> August 2011
- Investments in Wrexham AFC Limited to date is £270,000

**Resolution B passed at SGM 24/08/2011:**

1. Approval of the budget presented by the board
  - *Now included in constitution under rule 30.1*
2. Immediately following the SGM, the Trust Board be authorised to invest £100,000 in its 100% subsidiary company which holds membership of the Football Conference Limited (the "Subsidiary")
  - *Covered by new resolution*
3. Upon receipt of the Due Diligence report from BDO, the Trust Board be authorised to invest a further £650,000 (£750,000 in total) in the Subsidiary during the period following the SGM up to the 2012 AGM
  - *Covered by new resolution*
4. The Trust Board be prevented from issuing capital in the Subsidiary to any person other than the Supporter's Trust without the prior written approval of the members of the Trust.
  - *Now included in constitution under rule 50.1.3*
5. The Trust Board be given delegated authority from members to go on the recommendations of the Due Diligence report from BDO in respect of the business plan for the Subsidiary
  - *No longer required*

**Result:** Resolution carried by required majority

**9. Any other business**

The Society board provided further updates on:

- Update on Community Shares by Richard Owen
- Update on club activities by David Roberts
- Update on WST Governance by Spencer Harris

## Wrexham AFC Limited Outline Financial Budgets for Season 2013/14

	Season 2012/13 Budget		Season 2012/13 Forecast		Season 2013/14 Budget	
		% T/O		% T/O		% T/O
<b>Turnover</b>						
Matchday	1,031,750	62%	1,246,192	54%	988,093	62%
Football Income	463,048	28%	850,263	37%	401,207	25%
Gold Bond	37,267	2%	42,039	2%	47,320	3%
Donations	15,000	1%	17,242	1%	12,000	1%
Centre for Excellence	128,510	8%	150,304	7%	148,353	9%
	<b>1,675,574</b>	<b>100%</b>	<b>2,306,039</b>	<b>100%</b>	<b>1,596,973</b>	<b>100%</b>
<b>Variable Costs</b>						
Matchday Costs	177,660	11%	248,747	11%	168,850	11%
Football Costs	1,027,900	61%	1,282,289	56%	911,304	57%
Football Income Costs	73,328	4%	317,100	14%	91,180	6%
Gold Bond Costs	16,770	1%	20,261	1%	23,660	1%
Centre for Excellence	189,874	11%	193,192	8%	179,172	11%
	<b>1,485,533</b>	<b>89%</b>	<b>2,061,589</b>	<b>89%</b>	<b>1,374,167</b>	<b>86%</b>
<b>Gross Profit</b>	<b>190,042</b>	<b>11%</b>	<b>244,450</b>	<b>11%</b>	<b>222,807</b>	<b>14%</b>
<b>Overheads</b>	<b>387,854</b>	<b>23%</b>	<b>418,922</b>	<b>18%</b>	<b>356,914</b>	<b>22%</b>
<b>Operating Profit (EBITDA)</b>	<b>-197,812</b>	<b>-12%</b>	<b>-174,472</b>	<b>-8%</b>	<b>-134,107</b>	<b>-8%</b>

### Season 2012/13 Forecast

- Contains actual results up to May
- Actual profit up to April was £13,000 versus budget of £74,000 loss
- This surplus was used to offer contracts through May and June that was not included in the budget
- This resulted in the forecasted overall loss
- Main variances for the season
  - Average paying attendance of versus budget of 1,847 versus budget of 2,250
  - Reduction in Commercial Income
  - Transfer fee income, FA Trophy and play off matches were not budgeted for
  - These also increased costs with the majority of Football Income Costs relating to two away travel trips to Wembley

### Season 2013/14 Budgets

#### **Turnover Assumptions:**

- Matchday turnover based on the following:
  - Average attendance of 3,496 for the season
  - Total season ticket sales of 1,706
  - Average paying customer per game 1,890 at £11.18 per person excluding VAT
  - No income for FA Cup or FA Trophy matches
  - Selling of 20 out of 23 match and matchball sponsorships
  - Selling of four private boxes for the season and a total of 41 individual match private boxes across the season
  - An average of 60 hospitality covers sold per game
  - Programme sales reflects 2013/14 performance but reduced to take into account reduction in attendance



- Football turnover is based on the following assumptions:
  - League disbursement to match season 2012/13
  - Sponsorships including shirt and shirt sponsorships
  - Advertising including ground boards and programme advertising
  - Club shop income based on season 2012/13
  - TV income for two home matches and two away matches based on Premier TV payments as full details of BT Sport agreement unknown
  - Web site income based on season 2012/13 royalties
  - Away travel income based on 2013/14 actuals
- Gold Bond income is based on current membership gradually increasing by 200 by the end of the season
- Donations are based on money received from supporters groups
- Centre for Excellence income includes the subsidy we receive for the YTS programme

**Variable Cost Assumptions:**

- Matchday costs based on season 2012/13 averages and include:
  - Stewards and gatemen
  - Police costs
  - St John's Ambulance
  - Match officials
  - Match filming
  - Ticketing system
  - Programme purchases
  - Matchday Hospitality
  - Costs shown only apply to 23 league games. Any home cup matches will cover these costs from additional gate receipts
- Football costs include:
  - First team and management wages
  - Player's kit for first team
  - Player's medical fees
  - Player's accommodation
  - Player away travel
  - Medical consumables
  - Player's food
  - Scouting expenses
  - Reserve team costs
  - Competition fees
- Football income costs relate to the club shop and away travel and calculated by achieving a gross margin from turnover
- Gold Bond costs relate to commission paid and operating costs charged by Blackpool FC
- Centre for Excellence Costs are based on historical information and cover:
  - All age groups from under 8 up to under 16s, and youth team players
  - The youth team also supply players for the reserve team but no allowance is made for this in the budgets
  - Administration expenses, including CRB checks
  - Technical programme, including match officials, transport to away games and training equipment, playing kit
  - Wages for YTS players
  - Wages for full and part-time coaches

**Overheads assumptions:**

- Overheads cover the following costs:
  - Facility hire of the Racecourse and Colliers Park
  - General and motor insurance
  - Travel and subsistence
  - Office costs, including telephone and postage
  - Professional fees
  - Donation to the Football Foundation
  - Marketing costs
  - Commercial and administration staff

## **Voting on resolutions proposed**

*There are a total of eight resolutions proposed.*

### **Resolution A**

*Proposed by the Society Board:*

1. That the Society notes that there is no existing policy in place for the appointment of the Club President or of future Vice Presidents
2. That the Society believes that future appointments should be governed by a written policy
3. That the Society resolves to adopt the policy (set out below) for the future appointment of the Club President and Vice Presidents with immediate effect

*Supporting information:*

Wrexham Football Club President, Arfon Griffiths MBE, has indicated his intention to step down from that position. There being no existing policy in place for the appointment of the Club President or of future Vice Presidents (nor what those roles entail) the Society Board proposes to adopt the following policy and seeks the approval to do so from Society Members at the Annual General Meeting.

*Wrexham Football Supporters Society*

*Policy for the appointment of a Club President and Vice Presidents*

President:

1. The President of Wrexham Football Club is an honorary position (and shall be referred to as "The Honorary President of Wrexham Football Club") with no executive powers. The role being to act as an ambassador and to be an active and enthusiastic figure-head for the Club and to attend functions and events at the invitation of the Society and Club Boards.
2. The Honorary President will be entitled to the benefits and privileges of Membership of the Society during the term of office.
3. The Honorary President of Wrexham Football Club has no 'de facto' powers to act on behalf of the Society or the Club.
4. The role of Honorary President does not carry any voting rights and will not require (nor entitle) attendance at either Society or Club Board meetings except the Annual General Meetings of the Society and the Club unless otherwise invited by the Society or Club Boards.
5. The Society Board shall nominate a person of distinction or any person who has rendered outstanding service to Wrexham Football Club and who, in the opinion of the Board, is suitable to undertake the duties of Honorary President and is willing to undertake such duties.
6. The appointment of the Honorary President of Wrexham Football Club shall be ratified by the passing of an ordinary resolution proposed by the Society Board at a General Meeting of the Society.
7. The Honorary President's term of office shall be for a period of three years unless the Society Board or the post holder terminates the appointment before that time. The post holder can serve consecutive terms (without limitation) subject to the appointment procedure outlined above being followed.
8. If the Honorary President's term of office is terminated prior to the end of the three year period of office then the Society Board may nominate and appoint a successor

until the next Annual General Meeting when the procedure outlined above will be followed.

9. The office of President shall not be combined with any other office of the Society or the Club.

#### Vice Presidents:

10. A Vice President of Wrexham Football Club is an honorary position (referred to as an "Honorary Life Vice President of Wrexham Football Club") bestowed on individuals, be they members, players, sponsors, suppliers or anyone else associated with the club, who's past and continued support, patronage and friendship the club values most highly. The position is awarded in recognition of the holders experience, reputation and contribution to Wrexham Club Football.
11. An Honorary Life Vice President has no executive powers, has no voting rights on the Society or Club Boards, has no entitlement to attend Society or Club Board meetings and has no "de facto" powers to act on behalf of the Society or the Club.
12. The Society Board shall nominate a person who has rendered outstanding service to Wrexham Football Club and who, in the opinion of the Board, is deserving of recognition by the awarding of the position of Honorary Life Vice President.
13. The appointment of Honorary Life Vice President shall be ratified by the passing of an ordinary resolution proposed by the Society Board at a General Meeting of the Society.
14. An Honorary Life Vice-President must be a person over the age of 16 on appointment. He or she is appointed for their lifetime in recognition of their outstanding contribution to the Club unless the Society Board decide to withdraw the appointment (for example because of unacceptable behaviour or other misconduct) which is entirely at their discretion or because the appointee no longer wishes to retain the position.
15. No more than two appointments may be made in any one calendar year.

#### End of Resolution A

### **Resolution B**

#### *Proposed by the Society Board:*

1. That the Society notes that the Society's Election Policy provides no restrictions as to which members can stand for election to the Society Board
2. That the Society believes that there should be a qualifying period before a member can stand for election
3. That the Society resolves that:-

Paragraph 5.1 of the Society's Election Policy (Nominations and eligibility) is amended from:

5.1. Any person wishing to be a candidate for election to the Society Board must be a fully paid- up member of the Society and be nominated by at least two fully paid up members of the Society.

TO

5.1. Any person wishing to be a candidate for election to the Society Board must be a member of the Society at least 90 days prior to the closing date for nominations and be nominated by at least two members of the Society. The candidate's membership,

and those of the two members nominating him or her, must be no more than six weeks in arrears prior to the date of nomination.

*Supporting Information:*

Prior to the adoption of the current Election Policy in 2012, the Society's previous policy qualified those eligible to stand for election. The purpose being to uphold the objects of the Society by ensuring that people could not join the Society at the last minute and seek a position on the Board. It is considered appropriate to restore such a qualification to our policy for future elections.

End of Resolution B

## **Resolution C**

*Proposed by the Society Board*

1. That the Society notes that the Society's Election Policy provides no restriction on which members can vote in an election to the Society Board
2. That the Society believes that such a cut-off date for members eligibility to vote would help ensure a fair election
3. That the Society resolves that the Society's Election Policy is amended by the inclusion of an additional paragraph 9 as follows:-

ELIGIBILITY TO VOTE

9.1. Only those members who have been members of the Society at least 90 days prior to the closing date for nominations are eligible to vote in an election to the Society Board. Providing their membership is no more than six weeks in arrears prior to the date of nomination

*Supporting Information:*

Supporters Direct advises Societies to consider a cut-off date for members' eligibility to vote in elections to the Society Board. The purpose being to uphold the objects of the Society by ensuring that people cannot join the Society at the last minute and seek to unduly influence the composition of the Society Board.

End of Resolution C

## **Resolution D**

*Proposed by the Society Board:*

1. That the Society notes that the Society's Election Policy (Statements and Campaigning) does not prohibit a candidate naming another candidate in their candidate's statement
2. That the Society believes that such a restriction would help ensure respectful campaigning
3. That the Society resolves that paragraph 6.4 of the Society's Election Policy (Statements and Campaigning) is amended by the addition of the following words:-

"In order to prevent negative campaigning candidates must refrain from mentioning, explicitly or implicitly, the names of other candidates in their statements".

End of Resolution D

## **Resolution E**

*Proposed by the Society Board:*

1. That the Society notes that some members have expressed a wish to revert to the use of AFC in place of FC in the name of the Football Club.
2. That the Society believes that this decision should be taken by the membership by ordinary resolution by voting for or against a simple motion namely:-
3. That the Society resolves that the Football Club badge and trading name, of the Football Club be changed from Wrexham FC (meaning "Football Club") to Wrexham AFC (meaning "Association Football Club") with effect from the 2015-2016 season.

*Supporting Information:*

The Society Board takes a neutral position on this question. The proposal has been raised by members and adopted by the Board who are of the view that the membership should decide the matter. The history of the Club's name can be summarised as follows: When formed, on 4th October 1864, and at its first Annual General Meeting on 23rd September 1865 the Club was referred to as 'Wrexham Football and Athletic Club'. By the time of the club AGM in September 1872 it was referred to as 'Wrexham Football Club'. In 1881 the club for one season was named 'Wrexham Athletic'. In 1884 following the club being expelled by the English Football Association, the club was reformed as 'Wrexham Olympic'. In 1887 the club reverted back to 'Wrexham Football Club'. In 1912 'Wrexham Football Club' became a limited company and was named 'Wrexham Association Football Club'. In 2006, with the club having been in administration, a new company was formed, and was renamed 'Wrexham FC 2006 Ltd' trading as Wrexham Football Club. In 2011, with the takeover of the club by Wrexham Supporters Trust, a new company was formed named 'Wrexham AFC Ltd' although we continue to trade as Wrexham Football Club.

*End of Resolution E*

## **Resolution F**

*Proposed by the Society Board*

1. That the Society notes that full membership of the Society is currently restricted to those who are 16 and over
2. That the Society believes that full membership, but not voting rights, should be extended to those under 16
3. That the Society resolves that Rule 10.3 of the Society's Rules which states that membership is open to any individual who "is 16 years or older" is abolished

And

That Rule 15 which states that

"No person under the age of 16 may be an officer of the Society"

Is amended to

"No person under the age of 16 may be an officer of the Society. Nor may any such person vote on any question to be decided in general meeting or at any election to the Society Board."

*Supporting information*

The law which required members of the Society to be aged 16 or older has been changed. Full membership is now open to those persons under 16 subject to amendment of the Society Rules. This would allow under 16s to hold community shares. It is not thought desirable to extend full voting rights to the under 16s. As this is a proposed Rule change, a majority of 75% of those voting is required to implement it. This change will only take effect when approved by the Financial Conduct Authority.

End of Resolution F

## **Resolution G**

*Proposed by the Society Board*

1. That the Society notes that the Election Policy does not prevent Board members nominating or seconding candidates for Board elections.
2. That the Society believes that in the interests of fairness Board members should not nominate or second candidates.
3. That the Society resolves that the Election Policy is amended by the addition of a new paragraph 5.11 namely:-

5.11 Existing Board members are prevented from nominating or seconding candidates in any Board election.

End of Resolution G

## **Resolution H**

*Proposed by the Society Board*

Immediately following the 2013 AGM, the Trust Board be authorised to invest a further £500,000 (£985,000 in total) in Wrexham AFC Limited (a 100% subsidiary of Wrexham Supporters Trust) during the period following the 2013 AGM up to the 2014 AGM.

*Supporting Information*

- This is a renewal of Resolution B passed at the 2012 Annual General Meeting
- Investments in Wrexham AFC Limited so far are £485,000

End of Resolution H

END of Resolutions