

BLUES SUPPORTERS SOCIETY LTD
TRADING AS BLUES TRUST.

[DRAFT] Minutes of the Annual General Meeting held at 7.30pm on Wednesday 16 November 2022 via Zoom conference call.

In Attendance

Cliff Horrocks (Chair), Peter Bull (Treasurer&Resources), Neil Cottrell (Vice Chair), Richard Docker (Secretary), Paul Kelsall, Bruce Kyte, Linda Magner, David Squires, Rob Simpson, Richard Stanley (Board Members), David Andrews, Fred Greaves, John Griffin, Dan Hobbs, Jean Payne and Michael Squires (16 attendees).

Item 1. - Welcome and Introductions

Cliff Horrocks, Chair of Blues Trust, welcomed everyone present to the meeting. He then set out the operating protocols to be followed by all attendees to ensure that the meeting ran smoothly, before introducing those Trust Board members in attendance.

Item 2. - Apologies for Absence

Richard Docker, Trust Secretary, confirmed that apologies had been received from Karim Adab, Craig Courtney, Liam Hindley, Mark Holland, Gary Loveridge (Trust Members) and Kirk McAtear (Election Management Group).

Item 3. - Minutes of the 2021 AGM and Matters Arising

The minutes of the AGM held on 4 November 2021 were read and APPROVED. Under matters arising, Neil Cottrell, Vice Chair, updated the meeting on recent progress regarding the establishment of a resource to fund fan activity in the event of the club facing administration. This included the establishment of a shell company, Blues Fan Rescue Ltd, to facilitate funding if required.

Item 4. - Annual Report of the Chair

The Chair presented his annual report (which had been circulated to all members prior to the meeting).

He reminded everyone that last year's report had started with optimism that Blues were progressing following the resignation of Dong Ren and the appointment of a new manager with Blues at heart. However, as the season played out in an all too familiar manner it became clear that the optimism was

misplaced with problems on and off the pitch continuing. The unrest amongst fans brought protests and calls for new owners. The pressure, financial difficulties and evidence regarding Mr King's involvement at St. Andrew's did make the owners uncomfortable enough to entertain offers for the club and ground.

He reminded everyone that since the end of last season prospective new owners have emerged with varying amounts of believability. Currently everyone is awaiting the EFL's response to the Richardson/Lopez deal that would, it is understood, give them control of the club's affairs with a minority shareholding and a two and a half year period where stage payments will see the remaining shares transferred to them. Whilst not as ideal as a clean takeover, it seems this structure of deal is the only way the owners will sell.

The Chair continued that, whilst the uncertainty off the pitch remains, the 2022/23 season has started well. The recent togetherness and evident team spirit under John Eustace has encouraged everyone to believe that better times lie ahead as far as the first team is concerned. Despite the length of time it is taking, it is to be hoped that the Richardson/Lopez bid will be completed soon and the upturn in the team's performance and recruitment policy will continue as the off-field issues get sorted. This will not be a quick fix however.

The Chair explained that this year Blues Trust has been following through the work on the Fan Led Review of Football. Following on from the Report by Tracey Crouch MP, which was published last November, Blues Trust has been working with the Football Supporters Association and Shabana Mahmood, MP for Birmingham Ladywood, to get the recommendations implemented. The Trust has also met with the club's management team on a number of occasions to discuss implementing recommendations prior to any legislation. The discussions with the club were positive, although latterly they have stalled with the current owners unwilling to take any decisions about the future of the club as the bid for control plays out.

The Chair confirmed that the Trust Board has met nine times over the past year. Its work has been concentrated on publishing facts rather than rumour regarding the takeover saga and, internally, planning for a future with the club under new ownership has commenced. The Trust's role, of necessity over recent years, has been investigating and calling out poor stewardship by the owners. However, happier times under new ownership are hoped for together with a situation where the Trust will be welcomed into a fan engagement structure that will influence how the club is run.

The Chair confirmed that the Trust has recently updated its Vision and Mission Statement, reached out to other fan groups to help strengthen the

voice of Blues supporters, engaged positively with #HerGameToo about joint working to call out sexism in football and started initiatives and projects that are expected to broaden the Trust's appeal to fans. The Trust wants to encourage existing and new members to take part in moving the Trust forward and being part of meaningful engagement and collaboration with the club.

Blues Trust remains a low income, low spend organisation. The Trust's work is carried out by Board Members and Associates on a voluntary basis, with contributions from members in the form of articles for publication and ideas being put forward. The Chair gave a special mention and thanks to Mitchell Bray for his continued 'in off the post' articles throughout the past year.

The Chair explained that continuing to grow membership is key for the Trust going forward, and that the mass levels of participation currently enjoyed by some other supporter trusts were necessary if the Trust is to give itself the very best chance of influencing the club in the interests of supporters. He appealed directly to all members to help with that task by encouraging fellow Blues supporters to consider membership.

Finally, the Chair paid tribute to everyone that has contributed to the work of the Trust over the past 12 months.

The Chair then invited questions. Dan Hobbs asked about the takeover and, specifically, whether the Trust has any knowledge about the existence of other potential bidders? The Chair explained that it was understood that the Richardson/Lopez bid was the only one that was prepared to meet the current requirements of the existing owners for part acquisition of the club. It is believed that other interested parties do exist, however, but only in the event of a complete disposal. The delay in finalising matters with Richardson/Lopez is because the EFL is proceeding with its investigations very cautiously and also because it is understood that the club is slow to respond for requests for information from the EFL.

Paul Kelsall commented that the delay is bewildering and unlike any other recent club takeover considered by the EFL. The delay is causing anxiety and suspicion.

John Griffin asked if the Trust is convinced that the Richardson/Lopez is potentially good for the club and whether the personnel involved are people that supporters would want at the club? The Chair explained that whilst his knowledge of Maxi Lopez was limited, Paul Richardson had been known to the Trust for several years and had been a potential source of involvement for a considerable period of time. So, there was a high degree of confidence that

Paul Richardson would be a positive influence for the club if proceedings concluded as set out.

The meeting NOTED the report.

Item 5. - Financial Report and Approval of Audited Accounts

The Chair drew attention to the Audited Accounts 2021/22 which had been circulated previously to all members, and asked the Treasurer and Resources Officer, Peter Bull, to summarise the Trust's financial position. The Treasurer and Resources Officer explained the Account's and highlighted key features within them. He also summarised membership activity throughout the year. The meeting NOTED the financial report as presented and APPROVED the audited accounts.

Item 6. - Authorisation of Financial Examiner

The meeting AUTHORISED the Board to appoint an independent Financial Examiner, namely Dixie Associates, for the financial year 2022/23.

Item 7. - Appointment of Board Members

The Chair invited Richard Docker, Trust Secretary, in his capacity as a member of the Election Management Group, to explain the outcome of the recent call for nominations to appoint Board Members for the period 2022-2024.

The Secretary reminded all present of the process, and the timeline for both the distribution of notifications calling for nominations and for their receipt. He confirmed that an Election Management Group had been appointed to oversee the process, and he thanked Mark Holland, Trust Member, Andy Mellors, General Manager at the Liversage Trust (in an independent capacity) and Kirk McAtear, Senior Pastor at Connect Church (in an independent capacity) for their assistance and support as members of the group.

He confirmed that three valid nominations had been received by the due deadline, with supporting information from each nominee having been circulated to all members prior to the meeting. Given that there had been fewer nominations than the number of vacant seats on the Board, namely four on this occasion, no ballot had been required. However, he further explained that all nominees required the approval of the meeting to confirm their appointments as Board members.

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The meeting APPROVED the re-appointment of Peter Bull and Cliff Horrocks, and the appointment of Paul Kelsall (who had served the current year as a co-opted member) for terms of two years commencing year 2022/23.

Item 8. - Any Other Business

The Chair asked if there were any other items of business. There being none, the Chair thanked everyone for their attendance and formally closed the meeting. All present were invited to remain for an informal discussion with Board members.

The meeting ended at 8.11pm.

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