



Wrexham Supporters Trust

Annual General Meeting
2012

Agenda

1. Approval of Minutes from 2011 Annual General Meeting
2. Approval of Minutes from Special General Meeting 27th February 2012
3. Chairman's Report
4. Treasurer's Report
5. Reappointment of Auditors
6. Outline of budget for Wrexham AFC Limited season 2012/13
7. Voting on enclosed resolutions
8. Any Other Business

Approval of Minutes

- Approval of Minutes from 2011 Annual General Meeting
- Approval of Minutes from Special General Meeting 27th February 2012

Chairman's Report

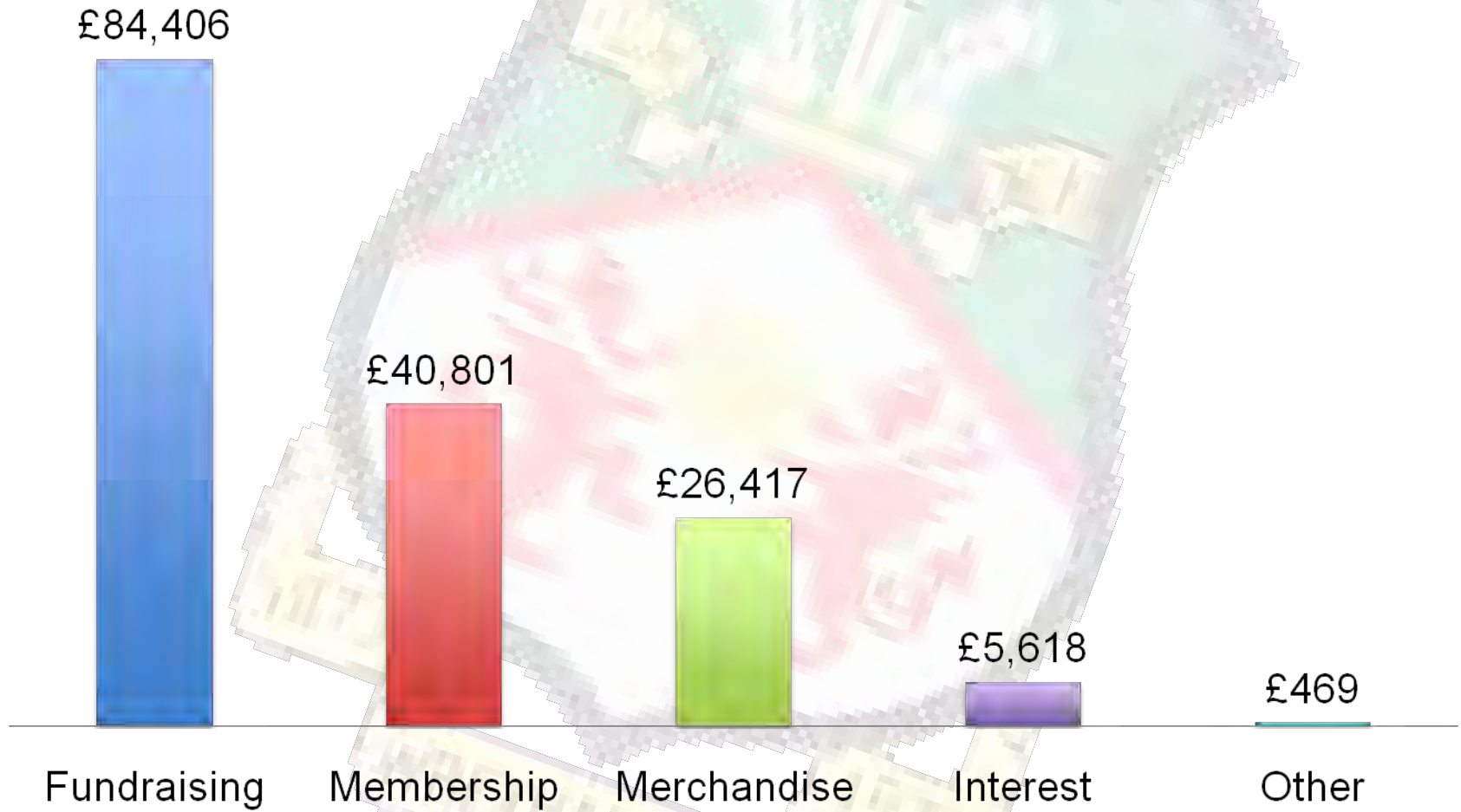
- Acquisition of Wrexham Football Club
- Membership numbers
- Snowdon walk
- Saturday stall
- National Eisteddfod for Wales
- Conference bond fund raising
- Christmas lottery
- Community Shares
- Re-launch of Junior Dragons

Profit and Loss account

- 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

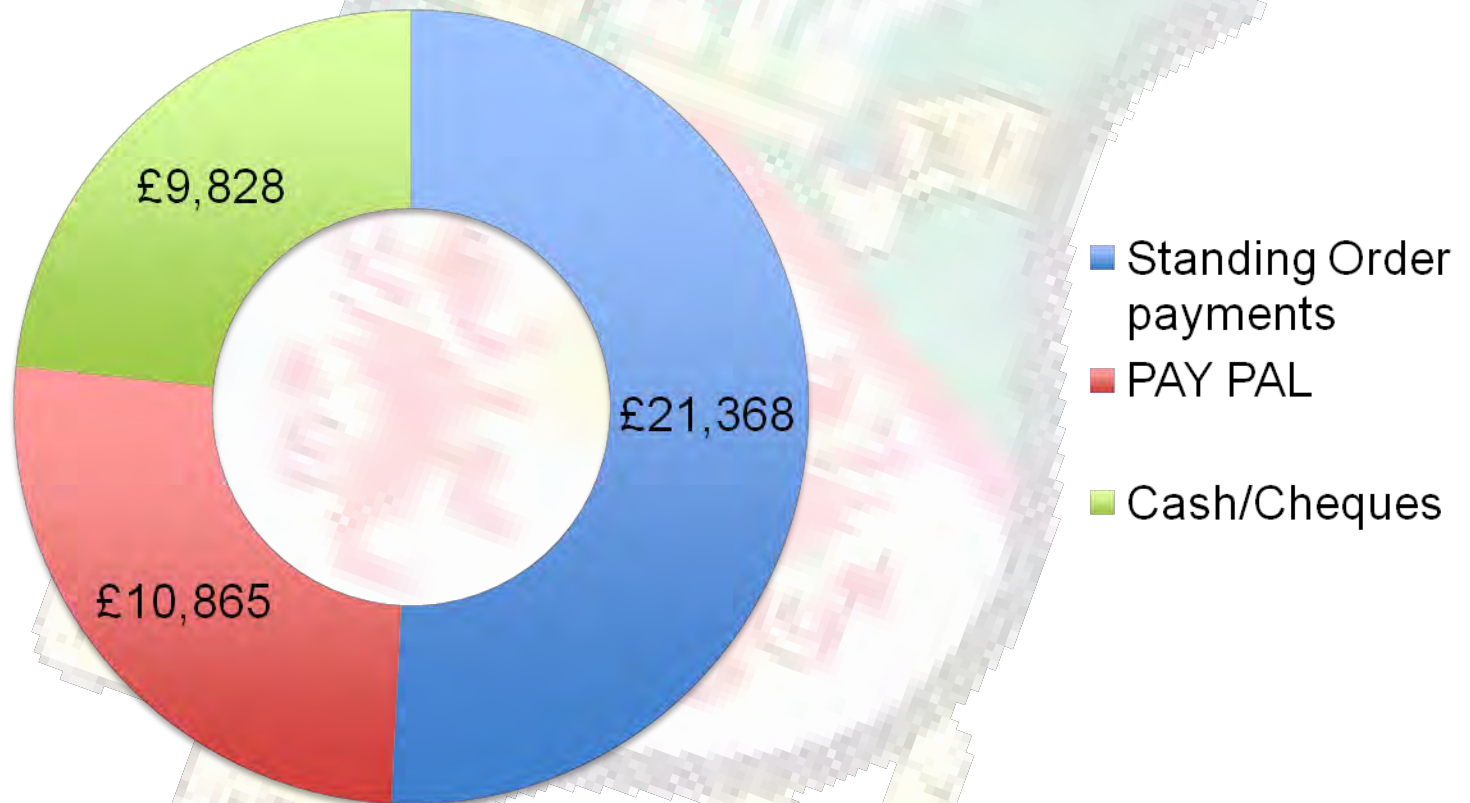
Treasurer's Report

Income streams



Treasurer's Report

Membership payments

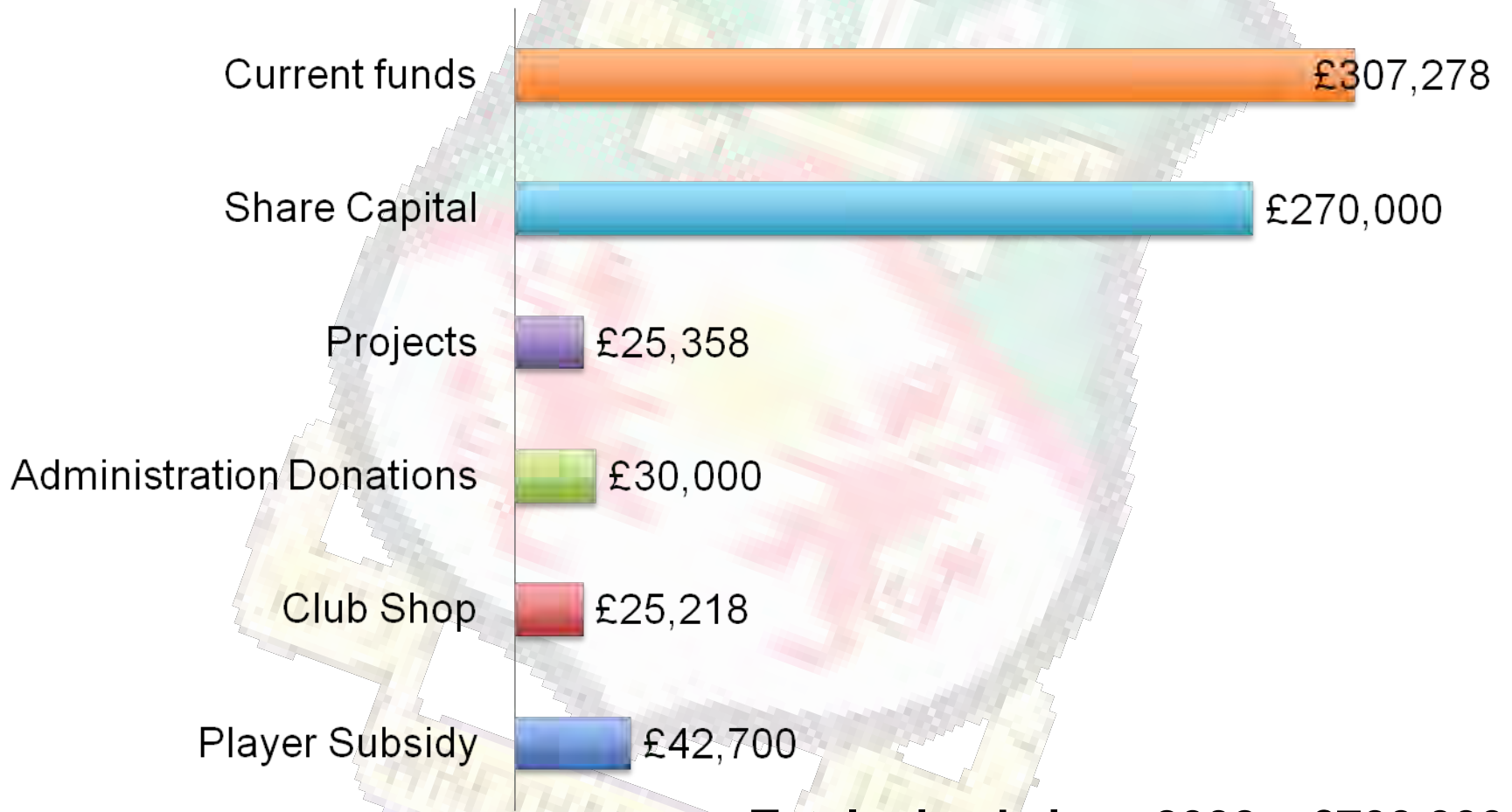


Balance sheet

- Investments is the share capital we have injected into Wrexham AFC Limited
- As a result cash balances have decreased
- Trade debtors related to the year book and have now all been collected
- Creditors are mainly loan notes and the corporation tax due on interest received
- Increase in share capital reflects our membership numbers at 31st December 2011

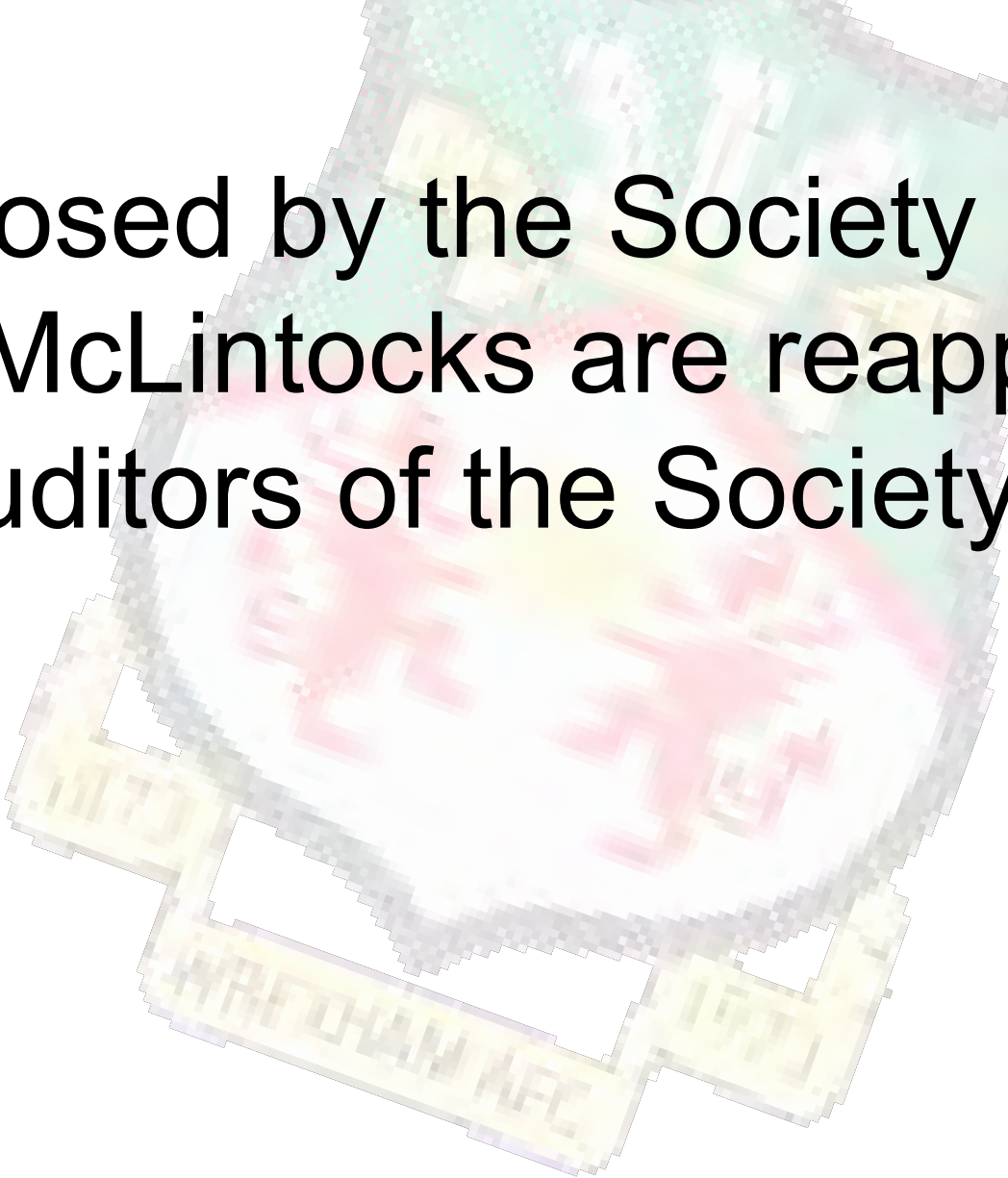
Treasurer's Report

Total funds raised as of today



Total raised since 2002 = £700,000

Proposed by the Society Board
that McLintocks are reappointed
as auditors of the Society



In this section

- Profit and Loss Account
- Key assumptions
- Cash Flow Forecast
- Conference financial regulations
- Analysis of income
- Analysis of expenditure
- How much is our playing budget?
- Keeping you updated

Wrexham AFC – Season 2012/13

Profit and Loss Account	£	TO %
Turnover	1,675,574	
Variable Costs	418,504	26%
Gross Profit	1,257,071	74%
Wages and Overheads	1,454,883	86%
Operating Profit	(197,812)	(12%)

- No FA Cup run
- No FA Trophy run
- No Play Off Game
- No Player sales
 - except for confirmed Centre for Excellence sales of £42,500
- Playing budget for season 2011/12 maintained
- Non playing costs reduced and will be continued to reviewed

Cash flow forecast July 2012 – June 2013



Cash flow forecast	£	£
Opening balance 01/07/2012		178,503
Receipts		1,854,485
Payments		(1,528,508)
Crown Payments		(562,855)
Season 2013/14 season ticket money		(296,000)
Cash Requirement		(354,376)
WST Fund's Available June 2012	308,000	
WST Community Shares (remaining target)	200,000	
WST Estimated Surplus for July 2012 – June 2013	50,000	558,000
Headroom		203,624

Original proposal considered at the Conference AGM

- Each club had to submit their budget for the period June 2012 – May 2013 by 15th June 2012
- The submission report already includes previous data supplied by the club – 2010/11 actuals and 2011/12 actuals/forecasts for comparison
- If the budget shows a loss then you have to demonstrate that you have the funds from a list of approved income
- Approved Income Sources: equity investment, donations, gifts, transfers from net current assets or any other income that does not incur any obligation for repayment
- Unapproved Income: Anything that results in an obligation to repay e.g. loans. The league's technical panel shall have the sole determination on this

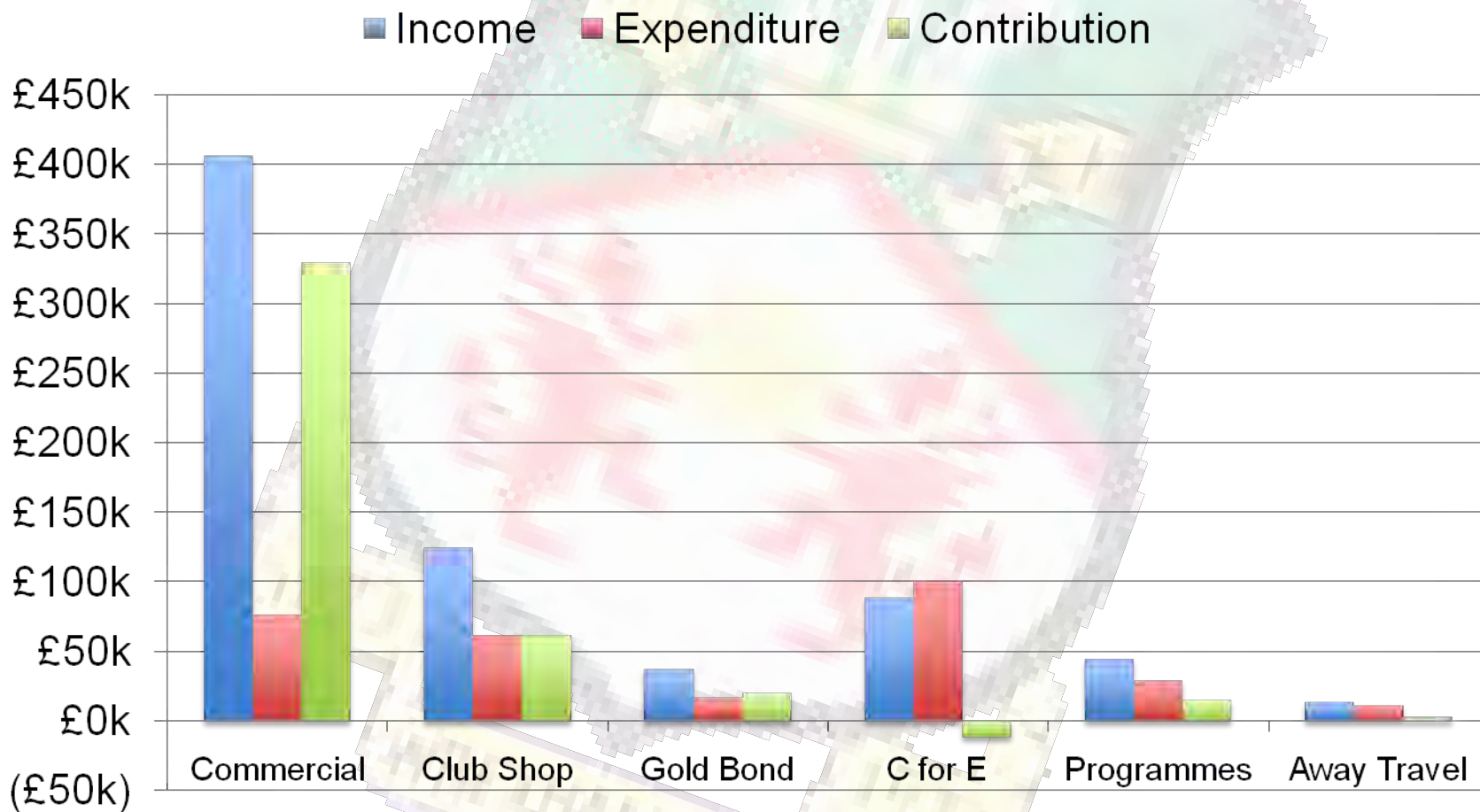
Each budget is reviewed by the league with three possible outcomes:

- **Approved:** Your club is able to register to a full opening squad
- **Unapproved:** Further information/clarification required. Transfer embargo of up to 16 players until further information is supplied
- **Net Loss:** player registration embargo of up to 16 players

Result of AGM

- Wrexham Football Club voted in favor of the new rules
- The new rules did not have sufficient clubs voting in favor
- Therefore loan income can be used to support a club's budget
- League Board are reviewing proposals with the view of introducing them for the 2013/14 season

Analysis of Profit Centres



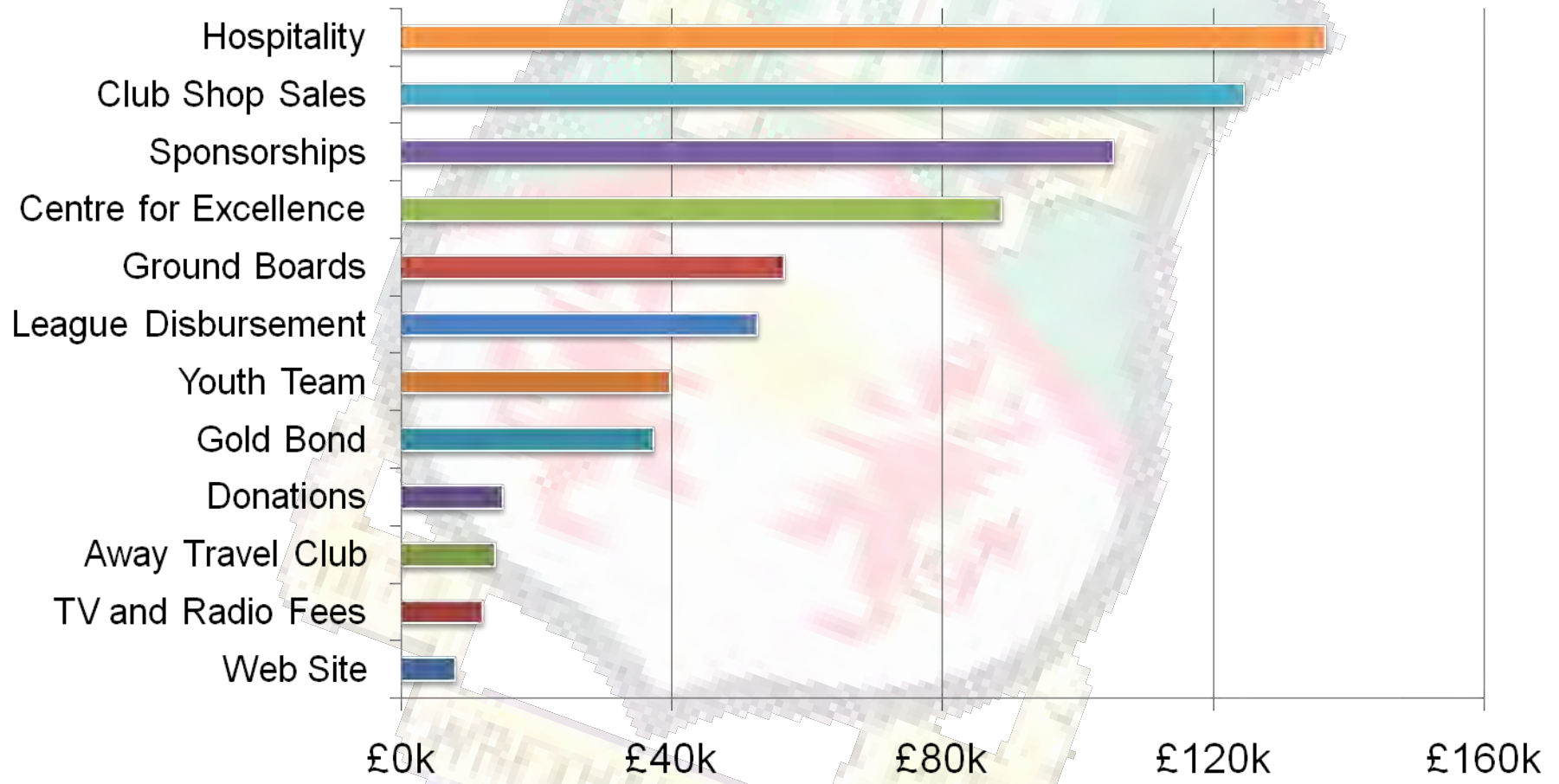
Matchday income

Matchday income	£	%
Season tickets	297,244	29%
Gate receipts	534,614	52%
Hospitality season tickets	131,012	13%
Match sponsorships	24,121	2%
Programme sales	44,759	4%
Totals	1,031,750	62%

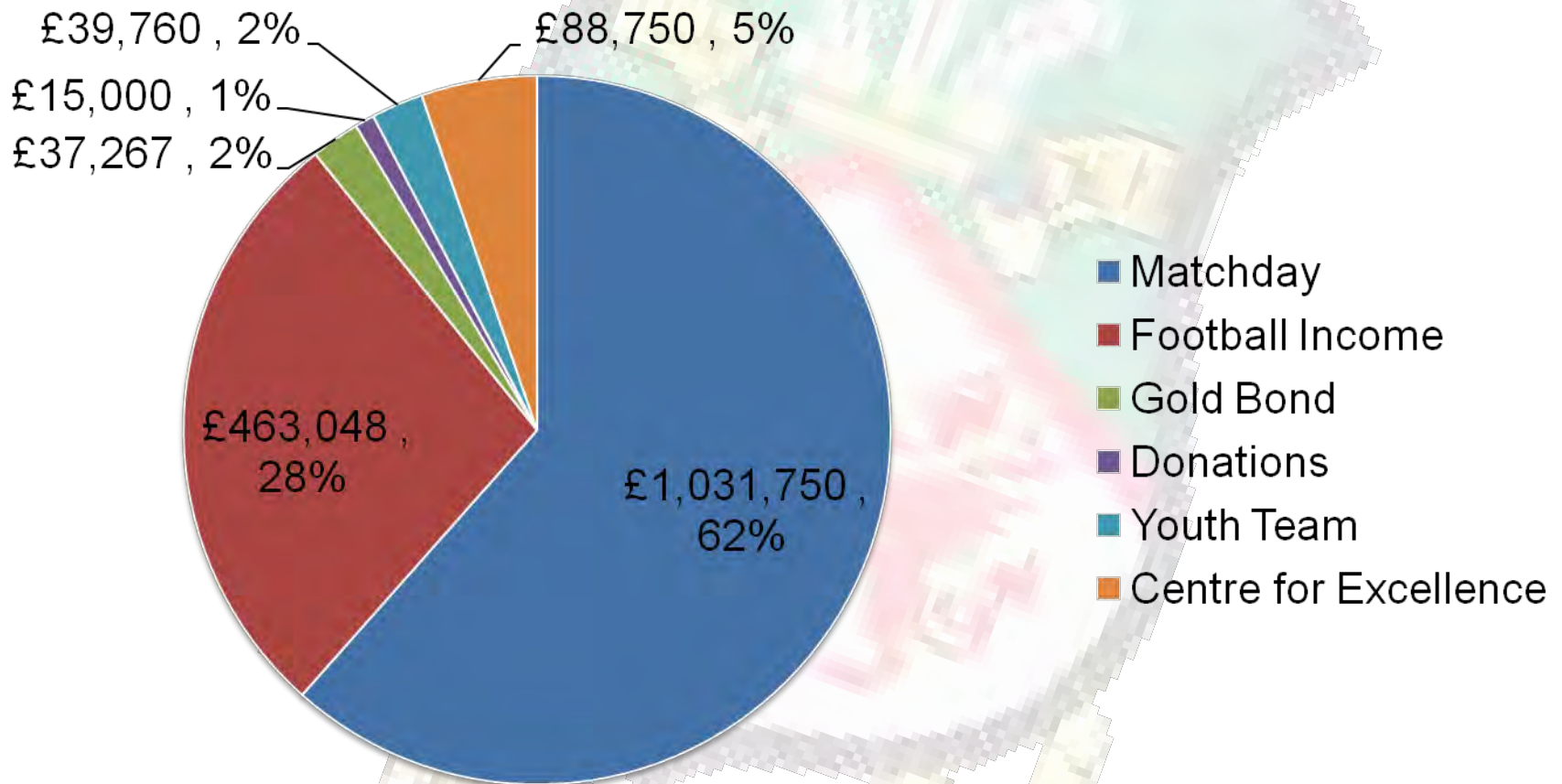
Season Ticket and Matchday Ticket income

	2011/12 Actual	2012/13 Forecast
Season tickets	£229,175	£297,244
Gate receipts	£564,513	£521,697
Total receipts	£793,688	£831,858
Season tickets sold	1,779	1,556
Average per season ticket	£128.82	£191.03
Average attendance	3,806	3,805
Average season ticket in attendance	1,506	1,556
Average paying attendance	2,300	2,249
Average income per matchday attendee	£10.67	£10.09

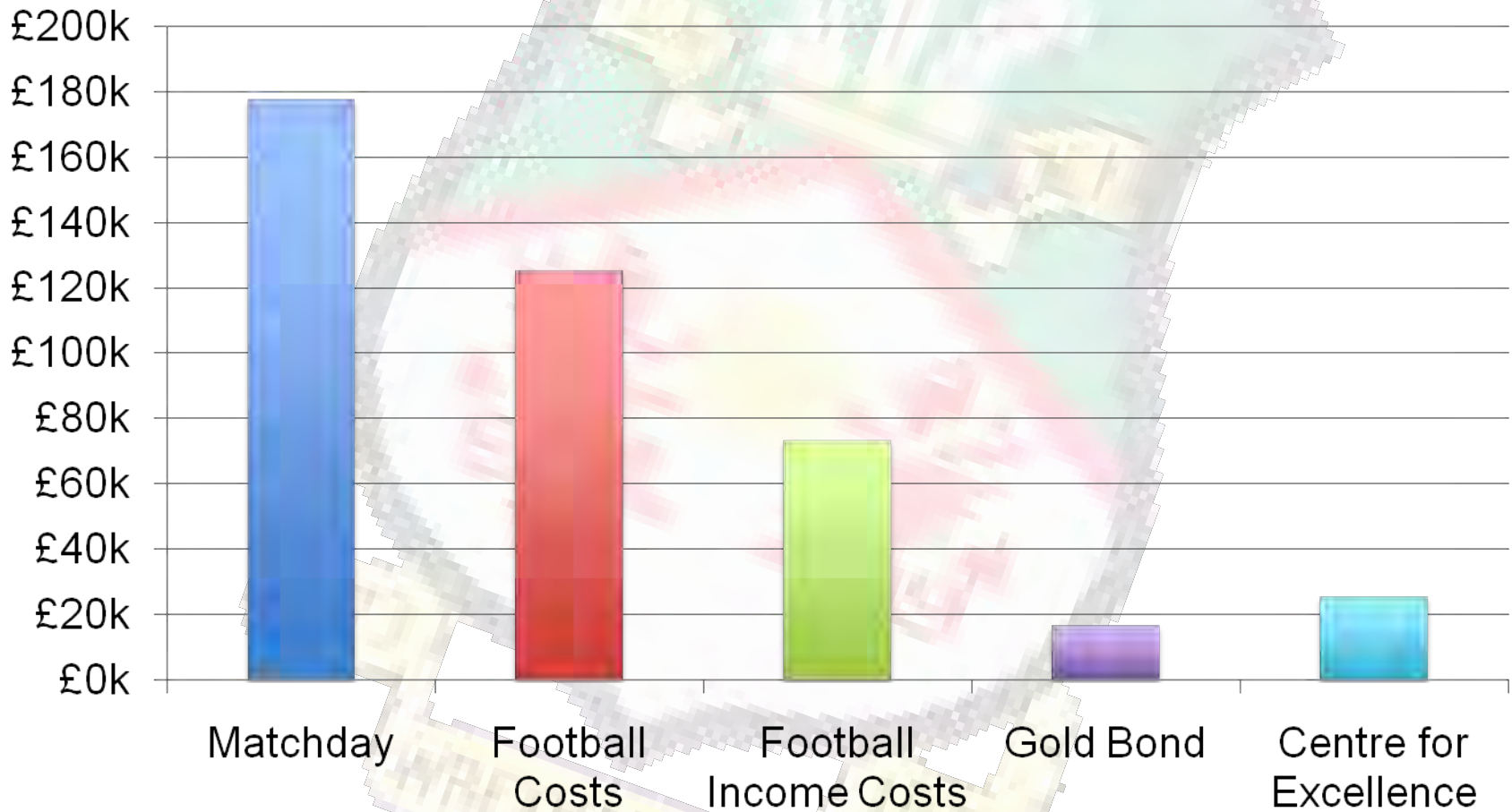
Other income



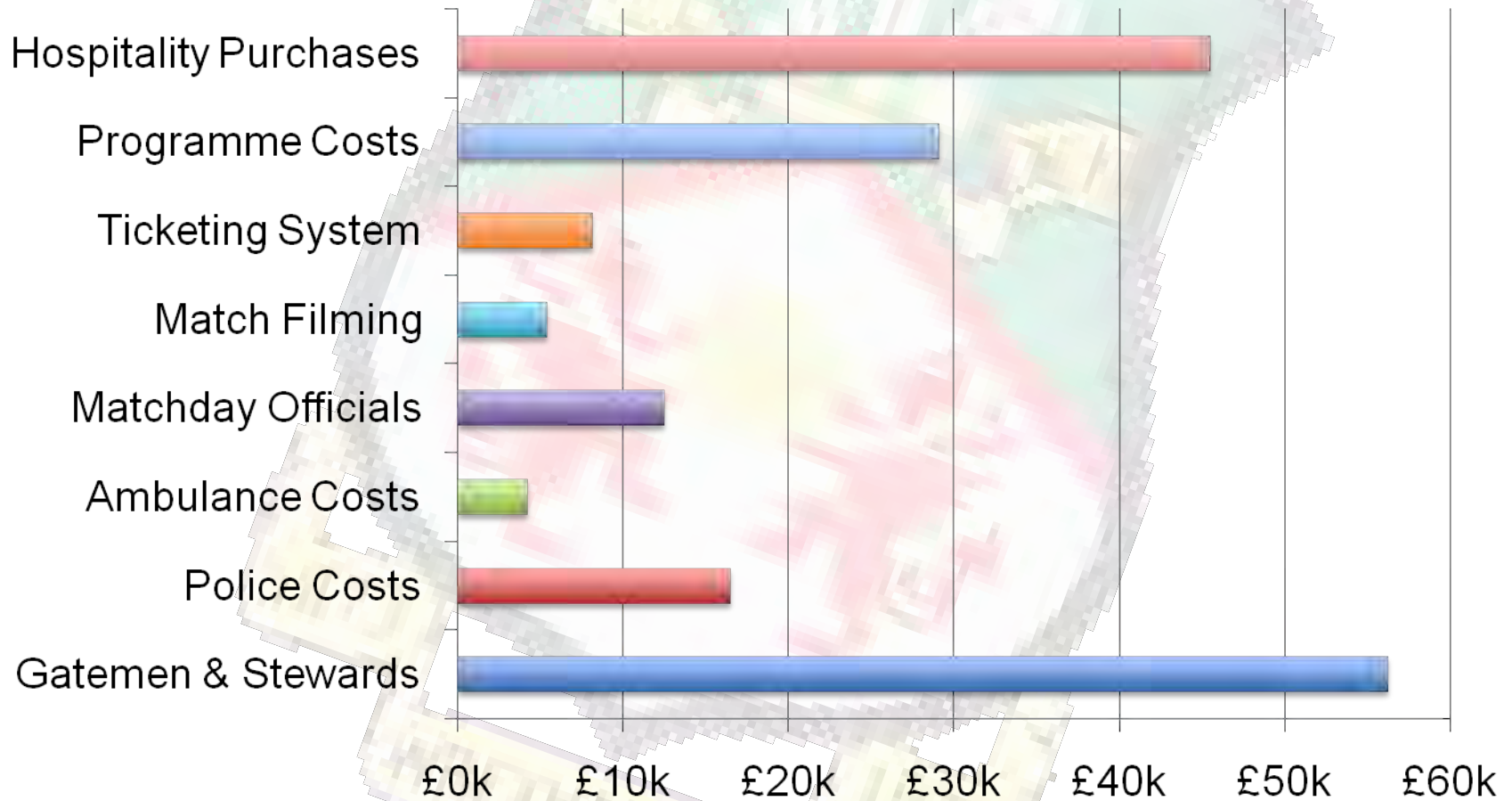
Summary of income



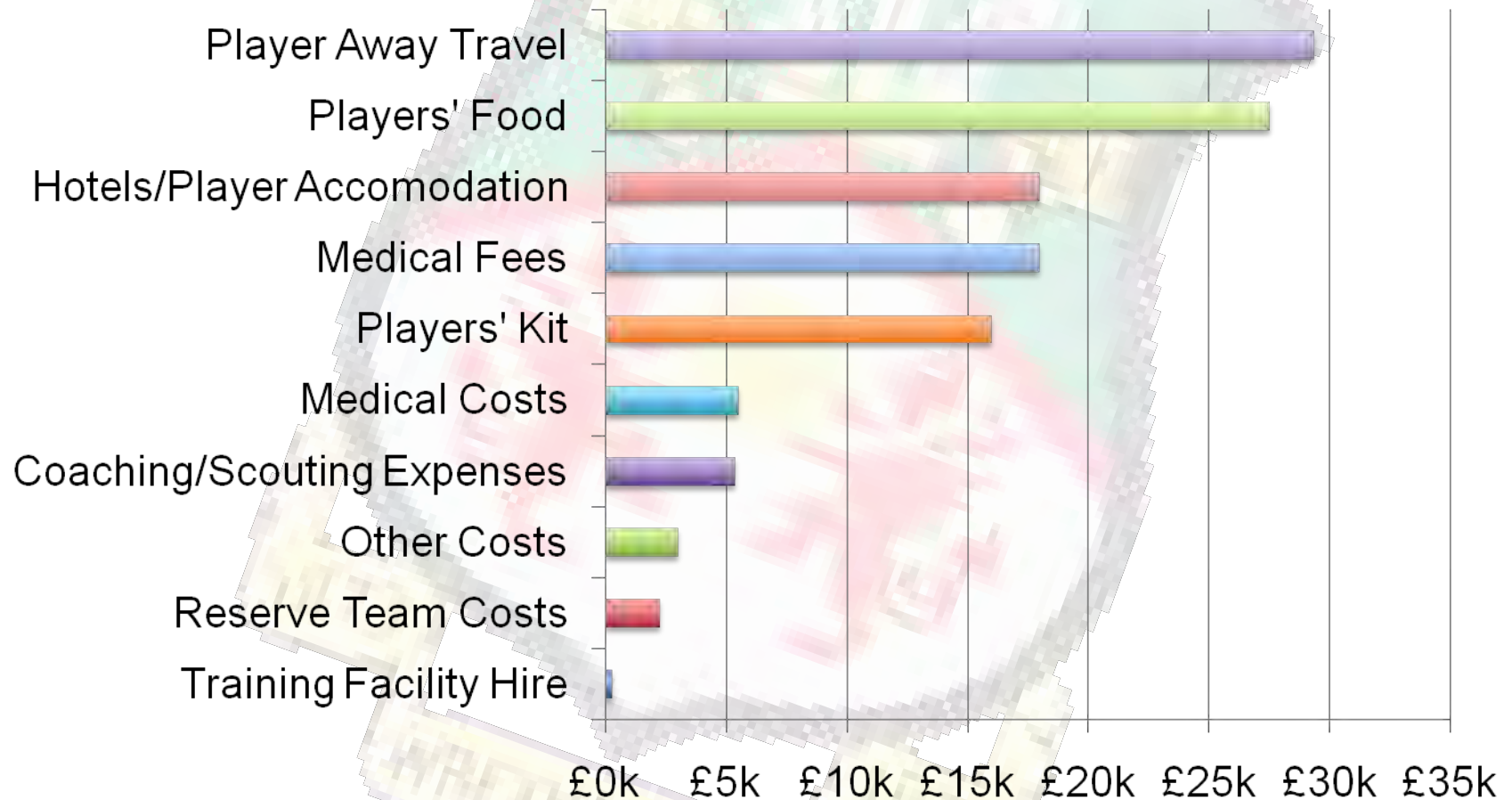
Analysis of Variable Costs



Analysis of Matchday Costs

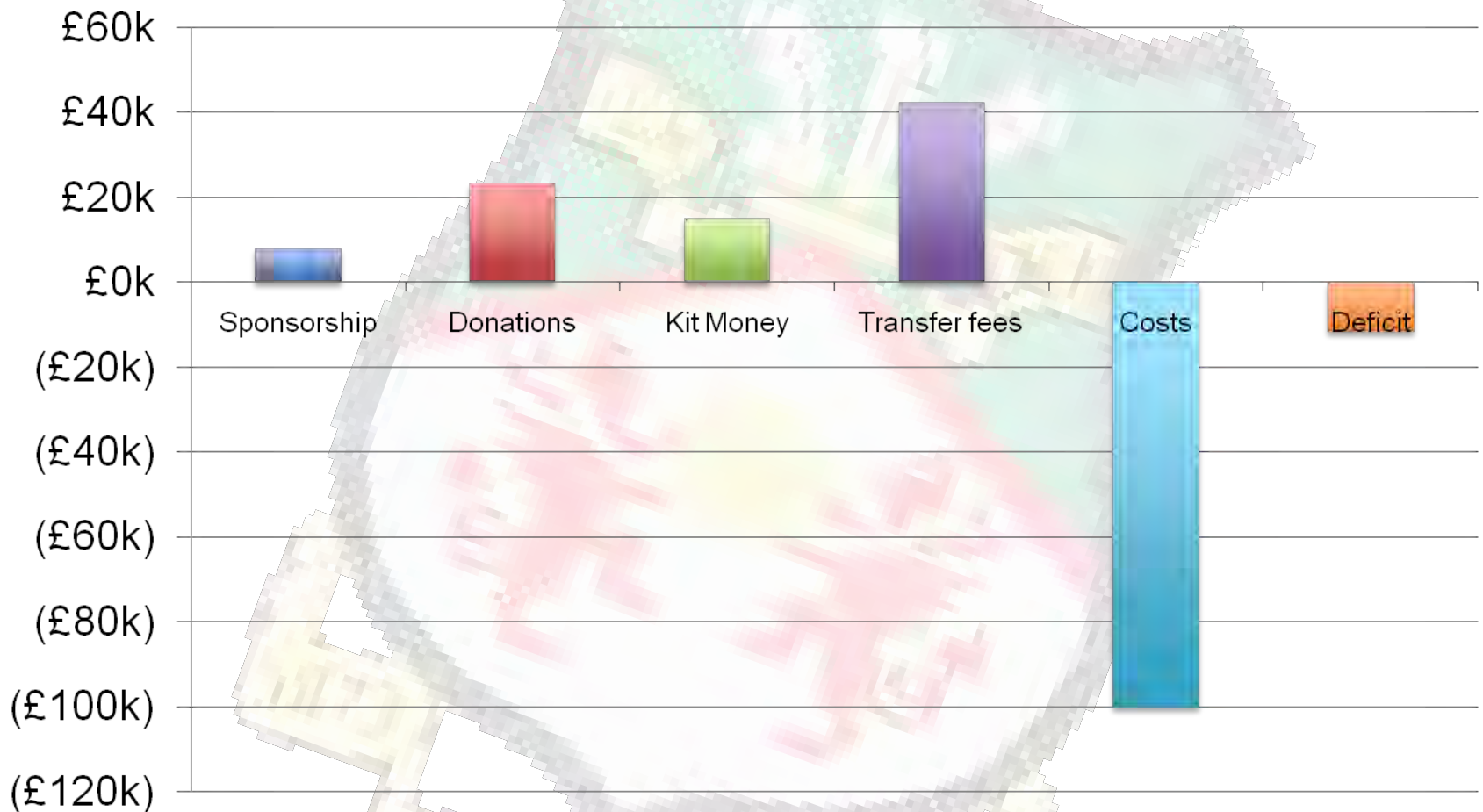


Analysis of football costs



Excludes Racecourse Ground and Colliers Park charges from Glyndwr

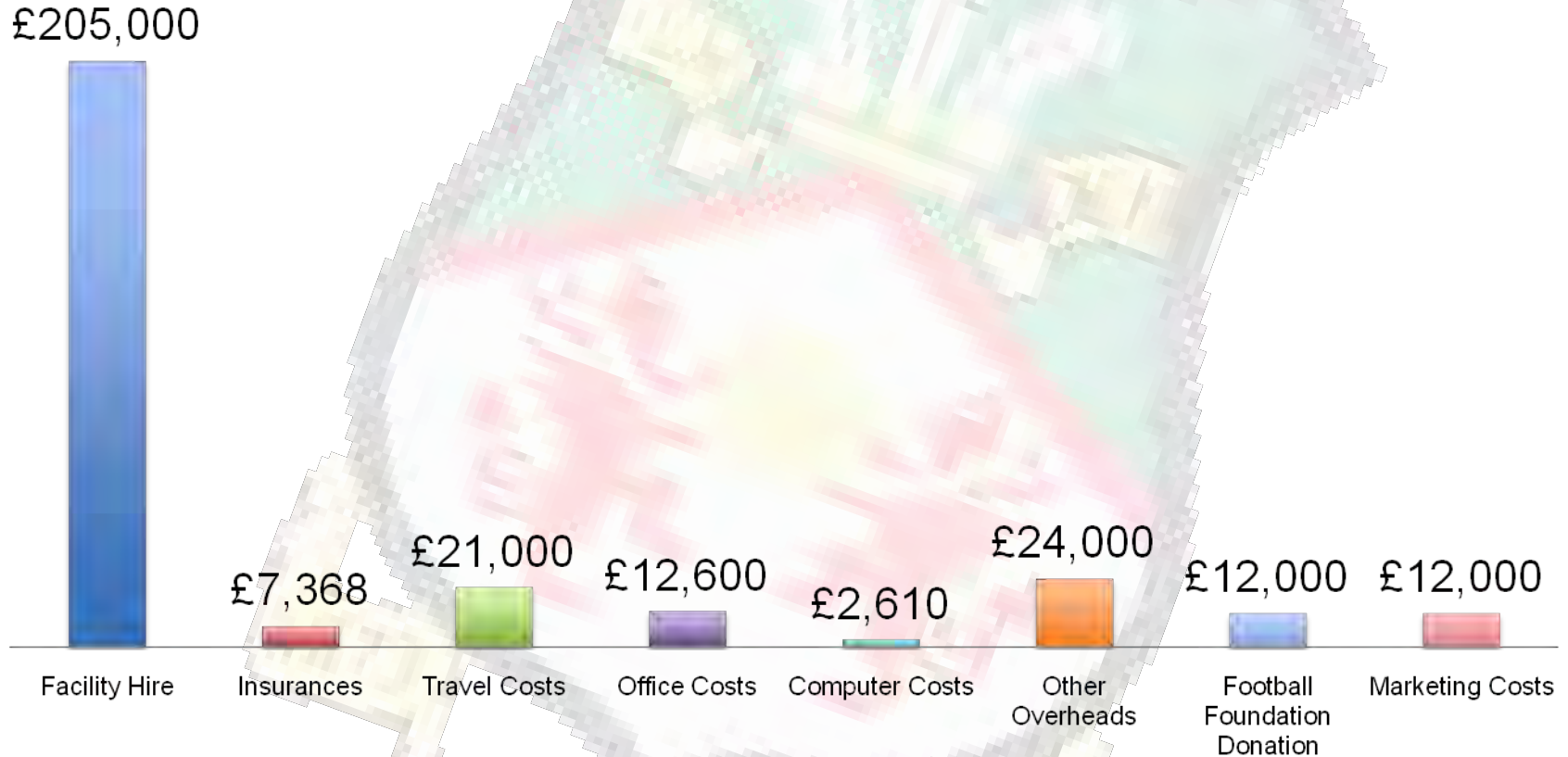
Analysis of C for E running costs



Excludes Colliers Park charges from Glyndwr

- Previously included in Youth Team costs in C for E budgets
- Separated this year as we have to include the costs in playing budget for submission to the Football Conference as they are eligible for selection

Analysis of Overheads



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

How much is our playing budget?

- The biggest question we have faced in view of transparency
- We have taken the view not to disclose this but have maintained 2011/12 levels

Why we have not disclosed the playing budget?

- 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

Keeping you updated

- AGM of club planned for October
- Will hold quarterly meetings reviewing actual performance to budgets and what actions we are taking as a board
- Next year your budgets will have forecast versus actuals for the current season for comparison purposes
 - We could not do this this year due to taking over partway through the season

Proposed by the Society Board:

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.

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

Proposed by the Society Board

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

Supporting information

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

Resolution B

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*

1. 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*

1. 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*

From the Society Board:

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



Our Club, Our Future



WST Community Share Offer

What is our offer?

- We are inviting members of the WST to invest in WST share capital to secure a **BRIGHTER** future for our Club.

How much do WST shares cost?

- The minimum investment is £100 while the maximum investment is £20,000.

Why are we asking members to invest in WST shares?

- The funds will give us to time to implement a long-term business plan and re-structure the business.

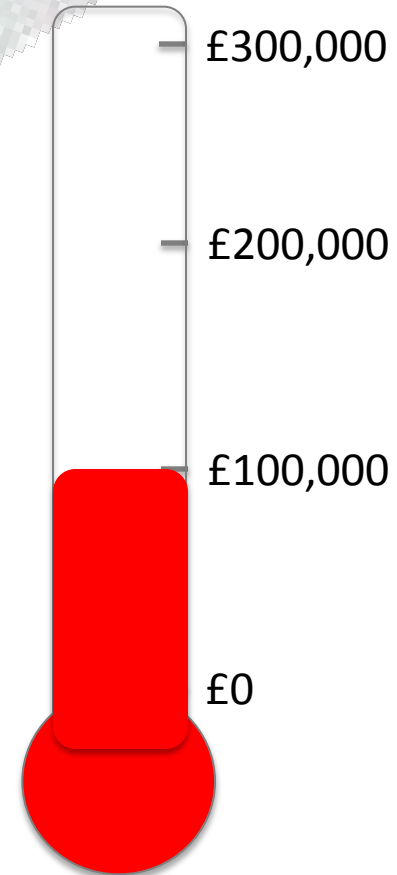
Our target is to raise £300,000

Our target

- We aim to raise at least £300,000 by the end of the 2012/13 season





Current Position

- Over 90 supporters deposited funds in our secure holding account to help us raise £57,500
- Since the launch 241 WST members have helped us raise £108,000
- We are now 35% towards meeting our target



The Benefits

Table 2: The benefits of investing in Our Club, Our Future

Level of investment	Potential interest of up to 2% above Base Rate ¹	Share Certificate	Charity Ticket Donation	Potential Tax Relief ²	Lifetime membership of WST
£100					
£250					
£500					
£1000					

Notes

1. Interest of up to 2% above the Bank of England base rate will only be payable at the discretion of the WST Board if the Club can afford it.
2. Please note that tax relief is subject to our Enterprise Investment Scheme application being successful.

There are three simple steps to invest in community shares:

- ① Indicate the amount of money that you wish to invest¹
- ② Indicate the level of interest that you hope to receive²
- ③ Indicate whether you wish to invest on a one-off, in ten equal installments or on an ongoing basis³

Please note that you must be a member of the WST to apply. If you have previously deposited funds in our ESCROW account then you must complete an authorisation form to enable us to transfer the funds into our community shares account.

Notes

1. The minimum investment is £100 and the maximum £20,000
2. Interest will only be paid at the discretion of the WST Board if the Club can afford it
3. Please complete an additional standing order mandate if you wish to invest in installments or on an ongoing basis

What else do I need to know?

- There are no additional voting rights so the one-member, one-vote ethos of the Trust will always remain.
- Tax relief is subject to the success of our Enterprise Investment Scheme application and personal circumstances.
- Our offer is exempt from the Financial Services and Markets Act 2000, which means that your investment is not safeguarded by any compensation and you have no right of complaint to any ombudsman.
- No withdrawals will be allowed until 3 years after the date of the launch of the scheme and no more than 10% of the total share capital can be withdrawn in any one year.

Please see the [WST Community Shares Offer document](#) and the [FAQ](#) on our website for more details.

- We received a letter from HMRC asking for further details in support of our application
- We took specialist financial advice from McLintocks who helped us to frame a response
- Supporters' Direct and Co-operatives UK also helped us to demonstrate that we qualified for the scheme
- We have responded to HMRC and are now awaiting a final decision
- In the meantime we have not banked any investments over £500

Thanks and Q&A

- Thanks to WST members Dyfan Jones (who designed the prospectus) and Les Evans (for the excellent photographs).
- A detailed financial analysis and FAQ is available via our website <http://www.wst.org.uk> .
- Please contact shares@wst.org.uk or 07961 152470 if you have any further questions.

Football Matters

- 16 players out of contract at end of 2011-12 season
- 4 released
- 2 joined new clubs
- 9 have now signed new contracts
- 1 still to accept new contract offer
- 3 scholars accepted professional contracts
- Management team looking to add to squad



Commercial

- Discussions on-going with Glyndwr and WCBC over potential new club shop sites
- Playing kit due early August but problems being encountered with adidas following introduction of new warehousing system in Germany

Communication

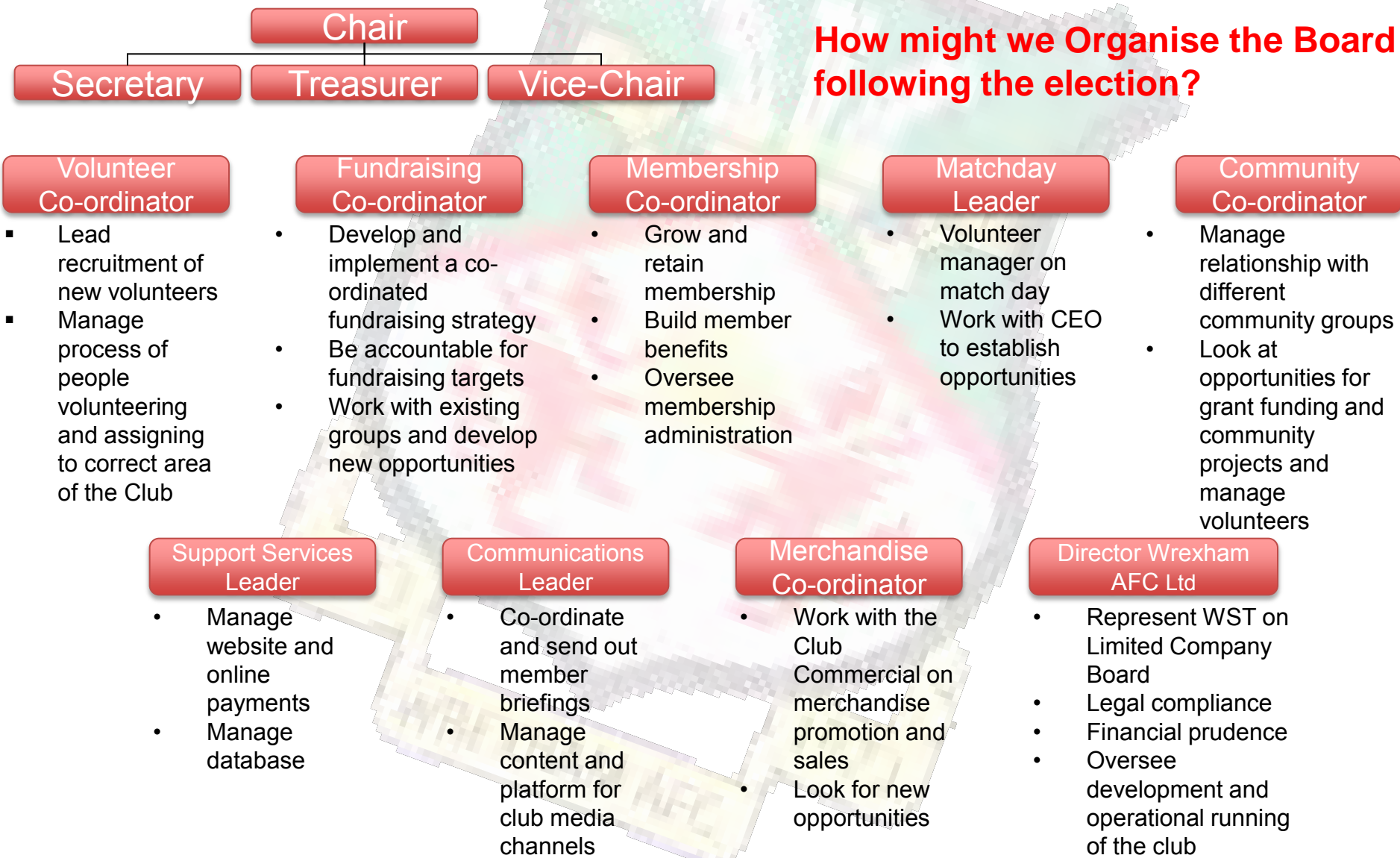
- New website will be launched early August
- Will incorporate on-line shop
- Investigating possibility of introducing e-tickets which can be printed at home



**How might the WST Board be organised
post the AGM?**

WST Board Roles

Organisational Structure 2012/13



WST Organisational Transformation

1. Election for new Board Members
2. Assign Board Roles
3. Develop Subgroups **examples:**
 - Fundraising
 - Membership
 - Communications
 - Community
 - Matchday
 - Merchandise
4. Standard WST Board Agenda based on
 - WST Finances
 - Wrexham AFC update & monitoring
 - Subgroup update
 - Any Other Business



How can Members & Volunteers support the club?

WST Subgroups

Opportunities for Members to get involved



Fundraising

- Community shares administration / promotion
- fundraising ideas
- helping with events
- co-ordinating activities across supporter base

Communications

- Social media opportunities
- Draft content for the website/ programme/members briefings
- Messaging

Matchday

- Volunteering for match day roles
- Selling lottery tickets/ programmes
- Stewarding
- Executive box support
- Ambassadors

Membership

- Building member benefits
- Handing out membership forms
- Promoting membership
- Administering the database
- Point of contact for member issues
- Arrangement of meetings

Community

- Helping with community days
- Helping source funding for projects
- Helping to deliver projects
- Representing the Club at events

Merchandise

- Ideas for merchandise
- Selling merchandise
- Helping manage and distribute stock

volunteers@wst.org.uk