

Minutes of the Board of Trustees' meeting

DATE	Thursday 23 September 2021
TIME	10.00am – 12.30pm
VENUE	Hybrid - Virtual zoom & Pennine Place, 2a Charing Cross Rd, London, WC2H 0HF

PRESENT	INITIALS	NOTES
Saffron Cordery	SC	Trustee
Sian Griffiths	SG	Trustee
Michelle Highman	MH	Trustee
Kate Lampard	KL	Trustee / Chair (absent for part of item 6a)
Rachel Pearce	RP	Trustee (items 1 to 7 only)
Paul Simpson	PS	Trustee
IN ATTENDANCE		
Alison Clare	AC	Research, Information & Knowledge Director (Interim) (items 1 to 11 only)
Jon Collins	JC	Fundraising & Engagement Manager (items 1 to 11 only)
Sarah Evans	SE	Head of Communications (items 1 to 11 only)
Tim Miller	TM	Gambling Commission observer (items 1 to 11 only)
Charlie Napier	CN	Atlas Partners observer (items 1 to 11 only)
Zoe Osmond	ZO	Chief Executive
Robin Price	RPr	Head of Finance (Interim) (items 1 to 11 only)
Jane Rigbye	JR	Prevention Director (items 1 to 11 only)
Natalie Simpson	NS	Company Secretary (minutes) (items 1 to 11 only)
Stacey Storey	SS	Head of Programme & Project Management Office (items 1 to 11 only)
Katrina Williams	KW	Executive Support Officer (items 1 to x only)
APOLOGIES		
Anthony Kessel	AK	Trustee

1. Welcome and apologies

KL welcomed everyone to the meeting. Apologies were received from AK.

It was noted that AK will leave the Board at the end of September 2021 due to other commitments. AC will also leave the organisation in November, and both were thanked for all of their work.

2. Declarations of interest

There were no further declarations of interest, beyond those already recorded.

3. Minutes of meetings – 1 July 2021

The minutes of the Board of trustees' meeting held on 1 July 2021 were approved as a true and accurate record.

4. Reappointment of trustee

PS has reached the end of his first three-year term on the Board.

PS was reappointed for a second (and final) three-year term on the Board.

5. Action log

Outstanding actions from previous meetings are in hand or discussed later in the agenda.

6. GambleAware

a. Chief Executive's report

The report from the Chief Executive was received as presented.

Matters of concern or requiring a decision

All Party Parliamentary Group on Gambling Related Harm – there was discussion about the need to underline that the gambling industry has no authority or influence over how the charity directs its funds, its strategic direction or commissioning plans. This will continue to be reiterated across various channels and in conversations with all key stakeholders. It was suggested that there is a role for GambleAware and the

Gambling Commission to address this issue through joint publicity, and this will be a focus for the incoming Chief Communications Officer.

Ad hoc funding requests - due to a short-term absence of regulatory settlements, GambleAware is receiving several ad-hoc proposals for funding. The Board discussed its current policy not to accept ad hoc funding requests within the changing environment and **it was agreed that the charity will consider ad hoc funding proposals that support the Organisational Strategy**, and if approved by SMT, funding requests will be presented to the relevant Committee.

Gambling Commission - trustees requested early involvement in conversations around ensuring organisations funded by the Gambling Commission, such as the regional public health programme to reduce gambling harms in Yorkshire and the Humber, form part of an integrated coherent system.

Environmental analysis - trustees noted that it would be useful to be regularly informed about key changes in the gambling world.

Action: Trustee monthly updates to include an analysis of changes in the environment that trustees should be aware of, and a verbal update will be given at future Board meetings, with input from TM before each meeting.

Matters for information

Committee minutes:

- **Education & Treatment Committee (ETC)** - the minutes of the ETC meeting on 20 July 2021 were received as presented. Committee decisions subsequently made via email, including funding uplifts for CNWL, Leeds & York Partnership Foundation Trust and Gordon Moody, and funding for Fast Forward in Scotland, were noted. JR was thanked for the improvements made to Committee papers.
- **Resources Committee (RC)** - the minutes of the RC meeting on 12 August 2021 were received as presented. The Committee discussed how best to connect the internal control processes with organisational policies, suggesting that staff develop an HR manual summary document to explain to staff what they can expect from the organisation, in order to embed the culture of transparency and openness from the outset for new starters.

It was suggested that trustees should have the opportunity to discuss culture and **it was agreed** that consideration will be given to having a moderator at the January 2022 away-day for this discussion.

- **Research & Evaluation Committee (REC)** - the minutes of the REC meeting on 26 August 2021 were noted. Trustees welcomed the engagement from a number of top Universities in the Research Hub process and AC was thanked for this work.
- **Audit & Risk Committee (ARC)** - a verbal update on the ARC meeting on 20 September 2021 was provided and it was noted that the risk register has been improved and will be summarised for the next Board meeting.

Trustees and personnel

Trustees welcomed the quality of candidates joining the organisation.

Policy matters for Board approval

- **Special resolution amending Articles to allow for hybrid meetings** – trustees noted that the Charity Commission guidance allowing charities to hold virtual meetings due to the pandemic has been updated and such meetings are no longer possible unless permitted in the governing document. In order to hold hybrid or virtual Board meetings, **trustees passed a special resolution to amend the Articles** to insert the following clause: *“Any meeting can be held in person, or virtually via video or telephone or a combination of such, and any reference in these articles to ‘in person’ shall also allow for virtual attendance”*
- **Serious incident reporting policy** - trustees reviewed the policy and agreed with the recommendation by the Resources Committee to **approve the policy**.
- **Health & Safety policy** - trustees reviewed the policy and agreed with the recommendation by the Resources Committee to **approve the policy**.
- **Anti-bullying & harassment policy** - trustees reviewed the policy and agreed with the recommendation by the Resources Committee to **approve the policy**.
- **Whistleblowing policy** - trustees reviewed the policy and agreed with the recommendation by the Resources Committee to **approve the policy**.

KL left the meeting.

- **Special resolution extending the Chair’s tenure** - following advice from the charity’s lawyers, **trustees passed a special resolution to temporarily waive article 32 in the Articles (Retirement of Directors) a one-off basis** to allow the Chair’s tenure to be extended by an additional 12 months only (to June

2023). This will bring some stability to the charity during a time of organisational change.

KL rejoined the meeting.

b. Safeguarding matters

The routine update on safeguarding activity and issues was received as presented. Trustees welcomed the move to standardised reporting across the GamCare pathway, which better supports safeguarding.

It was agreed that trustee safeguarding sessions should be held every three years rather than annually.

7. Scheme of delegation for commissioning

The scheme of delegation relating to commissioning was received as presented and a pictorial reference of the paper was shared.

It was noted that ARC was broadly supportive of the proposed scheme of delegation, but had asked for further clarity, which the diagram provides.

There was discussion about how the ETC and REC Committees still require continued oversight and quality assurance, particularly for the largest ongoing projects, and **it was agreed** that projects and budgets will continue to be reported to Committees in order for trustees to maintain a level of diligence.

Trustees agreed the scheme of delegation for commissioning and approval levels as presented, subject to continued oversight by Committees as discussed.

Rachel left the meeting.

8. Reforecast budget & prioritisation

The paper was received as presented.

It was noted that while all budgeted commissioning activity is currently on track, the main variable is the constantly changing environment within which the charity is operating. The high risk (as flagged in the risk register) of not achieving all expenditure as planned was acknowledged, and as trustees have no evidence or assurance of the outcome position in terms of expenditure, a reforecast budget is not appropriate or required in this situation.

Trustees approved the following expenditure increment of £2,378,000, on the basis that there is so much risk to meeting the current budget, this increment is likely to be covered by the existing budget:

- Women prevention campaign (January 2022) – variance of +£1,250,000
- Additional support behind Bet Regret – variance of +£500,000
- Tackling stigma activity – variance of +£1,500,000
- Increment of one more place-based hub – +£187,000.

It was agreed that if the full planned commissioning expenditure of £24,016,000 is subsequently met, the additional expenditure of £2,378,000 above the original budget is approved.

9. Fundraising

The fundraising update and recent pledge from Camelot was noted.

The Gambling Commission will publish the financial contributions to organisations on the LCCP RET (research, prevention, treatment) list, which will then enable the Commission to push for closer collaboration between organisations to help deliver the National Strategy to Reduce Gambling Harms.

10. Stakeholder activity

TM thanked ZO for the positive, constructive relationship that she has built with the Gambling Commission.

11. Any other business

There was no AOB.

12. Trustee discussion

Observers and the management team, with the exception of ZO, left the meeting.

A note on this item is available from ZO.