

GambleAware

Minutes of the Board of Trustees' meeting

DATE	Thursday 12 March 2020
TIME	10.00am – 12.30pm
VENUE	London Mathematical Society, De Morgan House, 57-58 Russell Square, London, WC1B 4HS

PRESENT	INITIALS	NOTES
Sian Griffiths	SG	Trustee (by phone) (items 1 to 6a only)
Michelle Highman	MH	Trustee
Kate Lampard	KL	Trustee / Chair
Rachel Pearce	RP	Trustee (from item 5a onwards)
Paul Simpson	PS	Trustee (from item 5a onwards)
Marcantonio Spada	MS	Trustee (by phone) (items 3 to 6a only)
IN ATTENDANCE		
Grace Carroll	GC	Fundraising Officer (items 1-11 only)
Alison Clare	AC	Interim Research Director (items 1-11 only)
Marc Etches	MWE	Chief Executive
John McCracken	JM	Director of Commissioning (treatment services) (items 1-11 only)
Charlie Napier	CN	Atlas Partners observer (items 1-11 only)
Catherine O'Driscoll	CO	Research Manager (items 1-11 only)
Tom Oldfield	TO	DCMS observer (items 1-11 only)
Zoe Osmond	ZO	Communications & Engagement Director (items 1-11 only)
Jane Rigbye	JR	Director of Education (items 1-11 only)
Sonal Shah	SSh	HR Manager
Natalie Simpson	NS	Company Secretary (minutes) (items 1-11 only)
Simon Smith	SSm	Education Manager (items 1-11 only)
APOLOGIES		
Saffron Cordery	SC	Trustee
Anthony Kessel	AK	Trustee
Chris Pond	CP	Trustee

1. Welcome and apologies

KL welcomed everyone to the meeting, including those members of staff who joined the meeting as observers.

Apologies were received from SC, AK and CP. The meeting is not yet quorate.

2. Declarations of interest

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

3. Matters arising

Board evaluation – three providers to undertake this work have been identified and the selection process will be concluded by the beginning of July.

It was agreed that the preferred number of trustees on the Board is ten. The consultant who will be recruited to advise on organisational design will also be asked to advise on any skills gaps on the Board.

MS joined the meeting, **which is now quorate.**

Action: Trustees who have not yet completed the Charity Governance Code tool were reminded to do so. KL will follow up by telephone if necessary.

4. Minutes of meeting – 12 December 2019

The minutes of the Board of trustees' meeting held on 12 December 2019 were approved as a true and accurate record.

5. GambleAware

a. Chief Executive's report

The paper was received as presented.

- **Matters for information - Procurement processes:** A consultant with procurement experience has been recruited and a small working group will establish procurement protocols.
- **Financial matters:** An interim Finance and Corporate Services Director will be in post within two weeks.

Total expenditure for the two years covered by the Strategic Delivery Plan, 2018-20, is forecast to be £34.6 million as compared to the original estimate of £32.4 million. It was noted that it was an ambitious target and it has been exceeded.

RP and PS joined the meeting.

- **Special resolution to amend charitable purpose in the Articles:**

In order to accurately express all of the charity's purposes, **Trustees passed a special resolution to change the charitable objects** to the following:

(a) The prevention and treatment of gambling harms, understood as matters of health and well-being, for the benefit of the public in Great Britain, in particular for those who are most vulnerable; and,

(b) Keeping people safe from gambling harms through the application of a public health model taking into account the following three levels of prevention: Primary – universal promotion of a safer environment; Secondary – selective intervention for those who may be 'at risk'; and, Tertiary – direct support for those directly or indirectly affected by gambling disorder.

A hard copy of the special resolution was circulated to trustees for signature.

- **Policy decisions – Travel and expenses policy for trustees and for employees:** The updated policies were approved, subject to minor revisions. These were previously approved at the March 2020 Finance, Administration & Remuneration Committee (FARC) meeting, subject to approval of the full Board.

Action: NS to send the travel and expenses claim form to trustees.

- **Policy decisions – Fundraising complaints procedure:** The updated policy was approved. This was previously approved at the March 2020 FARC meeting, subject to approval of the full Board.
- **Policy decisions – Acceptable use and information security policy:** The new policy was approved, having been previously approved at the March 2020 FARC meeting, subject to approval of the full Board. There was discussion about whether it is appropriate to use trustees' personal and/or work email addresses to receive GambleAware documents.

Action: Management to consider setting up trustee email addresses or providing access to documents online via Sharepoint.

- **Policy decisions – Personal data breaches procedure:** The new policy was approved. This was previously approved at the October 2019 Audit & Risk Committee meeting, subject to approval of the full Board.
- **Trustee appointments –** Three trustees have reached the end of their first three-year term on the Board.

CP is not seeking re-election due to other work commitments and so will be stepping down from the Board.

SG and AK were re-appointed for a second (and final) three-year term on the Board.

KL has reached the end of her first three-year term on the Research & Evaluation Committee and was **re-elected for a second three-year term.**

b. Safeguarding matters

The update on safeguarding procedures and activity was received as presented.

c. Audit & Risk Committee (ARC) – 28 February 2020

The draft minutes of the ARC meeting on 28 February 2020 were noted.

Committee members are content with the current arrangements in place following the departure of the CFO.

Trustees were informed that ARC does not recommend to the Board that GambleAware needs to restrict commitments, due to current risks being faced by the organisation.

PS and MWE will discuss the internal controls framework before the next ARC meeting.

d. Risk register

The risk register was received as presented and trustees agreed with the focus on beneficiaries.

e. RET arrangements

Trustees reviewed and assessed the strategic risks associated with the continued uncertainty regarding the current voluntary donation-based arrangements for funding research, prevention and treatment (RET arrangements).

It was agreed that GambleAware will formally ask the DCMS to consider entering into an MoU with the Betting & Gaming Council, focused on guaranteeing funding to GambleAware as a lead strategic commissioner, for a minimum period of time. The Gambling Commission has indicated that it would support such an approach. A new MoU would effectively replace the current Statement of Intent and make clear identification of appropriate roles and responsibilities. It would also be consistent with the recommendations as set out in the advice note Trustees provided to the Gambling Commission in December to support the case for a statutory levy.

f. Reprourement of treatment services

The paper and recommendations from the Education & Treatment Committee (E&TC) were received as presented. The desire for stability and assurance in the treatment system given the wider uncertainty in the whole system was noted and so trustees agreed the following pragmatic response to the situation given the current funding uncertainty:

- The Grant Agreements with GamCare will be extended for a two further years, until March 2023
- Management will *evidence* the good progress made by GamCare in improving treatment services and in strengthening governance processes
- E&TC to consider what steps need to be taken in preparation for the eventual reprourement of the services currently provided by GamCare
- Detailed consideration to be given to a communications plan for the announcement of the extension to the Grant Agreements with GamCare
- NHSE and PHE will be consulted with during the process.

6. Financials

a. Quarter 3 Management Accounts

The Quarter 3 management accounts to December 2019 were received as presented.

SG and MS left the meeting.

b. Fundraising

The fundraising paper was received as presented and minor editing suggestions were made.

It was noted that annual donations to GambleAware is expected to decrease as compared to the previous year, for the first time in a decade.

Trustees discussed the balance between maintaining independence from the industry and maximising income through dialogue with the industry, and noted that it remains the responsibility of the Gambling Commission to put pressure on the industry for donations.

c. Finance, Administration & Remuneration Committee (FARC) – 3 March 2020

The FARC minutes were received as presented.

d. Draft budget 2020/21

The paper was received as presented and hard copies of the following papers were distributed, in order to provide clarity on income: 'Contracts in place 2020/21-22/23'; 'Contracts & pipeline 2020/21-23/24'; and, 'Contracts, pipeline & development 2020/21-23/24'.

There was discussion about the need for a clear baseline/indicative budget before scenario planning is considered. It was acknowledged that while income is always uncertain, a clear budget paper is required for governance purposes, and to assist with making decisions such as the procurement of treatment services.

Action: Management to produce an indicative budget, to be agreed by FARC by email, before the indicative budget and scenario planning budget will be considered by the Board.

7. Commissioning update – research, prevention, treatment & communications

The update was received as presented.

A presentation on commissioning priorities was received and the paper 'Prevention tiers, themes and commissioned activity' was circulated.

Treatment commissioning update – the paper was received as presented.

Trustees approved, subject to the budget being approved by the Board:

- **Funding the Primary Care Gambling Service to develop a Competency Framework for Primary Care;**

- Funding the Care Quality Commission to undertake a scoping study for the inspection of gambling treatment services; and,
- Additional expenditure on cCBT up to £150k pa to expand capacity subject to E&TC approval of the detailed arrangements.

8. Research strategy review

A presentation on a review of the research strategy was received as presented.

9. Communications & Engagement

a. Safer Gambling Campaign (SGC) Board – 16 January 2020

An update on campaign funding was received. The delay in campaign production due to the Covid-19 pandemic was noted.

10. Stakeholder activity

A DCMS Minister will appear before the Select Committee next week.

11. Any other business

None.

12. Trustee discussion – HR update

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

A note on this item is available from MWE.