

**ESG Corporate Community Interest Company: trading as ESG Gaming
Non-Executive Director Board Meeting**



Tuesday 12 July, 1130 – 1230 (UK time)

Venue: Via Teams

Attendees: Directors

Apologies: none

MINUTES & ACTION LOG

Welcome and introductions

Ref	Notes	Action	Lead	Date
1.0	Introductions made			
1.1	Managing conflicts discussion. NEDs and Senior Leadership at ESG Gaming cannot be employed directly by a Gambling Operator as a condition of ESG Gaming being on the LCCP RET List.	Agreed LW will maintain a register of conflicts. Register to be circulated at next meeting and updated at each meeting	LW	On-going
1.3	NED on-boarding discussion	<p>SC DBS needed</p> <p>LW / PR / CJ DBS all complete</p> <p>LW chasing final references</p> <p>LW to set up Whatsapp Group for NEDs</p>	<p>SC</p> <p>LW</p> <p>LW</p>	<p>Asap</p> <p>Asap</p> <p>Asap</p>

Previous meeting

Ref	Notes	Action	Lead	Date
2.0	No minutes to approve.	<p>Agreed NEDs will take their turn in writing up minutes from meetings – based on this template. Rota as below</p> <p>Sept: Away Day / Minutes LW</p> <p>Oct: PR</p> <p>Nov: CJ</p> <p>Dec: SC</p>	<p>LW</p> <p>PR</p> <p>CJ</p> <p>SC</p>	

Risk

Ref	Notes	Action	Lead	Date
3.0	Discussion around the risks within ESG Gaming. Main risks as identified by LW are (i) funding; (ii) diverse NED group and (iii) maintaining absolute focus during start-up phase.	LW to produce draft risk assessment for discussion at next meeting	LW	Oct
3.1	Scheme of Delegation to be devised and agreed.	LW to produce draft Scheme of Delegation for discussion at next meeting	LW	Oct
3.2	NED induction was discussed	LW circulated draft NED Governance Handbook. LW to have 121s with NEDs to complete and then share the group tasks at next meeting.	LW	Oct

Strategy

Ref	Notes	Action	Lead	Date
4.0	Away Day and NED meeting dates agreed to Dec 2022	LW to send around calendar invites to all NEDs	LW	Asap
4.1	Away Day and content discussion.	<p>SC/PR: Lead on Customer Insights workshop (getting 10 – 15 delegates / planning and facilitation). This will happen on 13 Sept 1100 – 1400.</p> <p>LW: Lead on strategy workshop with NEDs. This will happen on 13 Sept 1500 – 1800.</p> <p>CJ: Lead on comms, marketing and brand workshop. This will happen on 14 Sept 0930 – 1130</p> <p>All to circulate ideas / proposed outline for workshops to NEDs, to ensure everybody on same page.</p>	<p>SC/PR</p> <p>LW</p> <p>CJ</p> <p>All</p>	<p>Sept</p> <p>Sept</p> <p>Sept</p> <p>Asap</p>
4.2	Further NED recruitment was discussed. Agreed we need to have a board that is representative of the community that we serve. It was agreed that we need to consider cultural, people of colour, LGBTQi, women, minority communities etc.	<p>It was agreed that PR and CJ will lead.</p> <p>It was agreed that PR, CJ, SC and LW need to shortlist and attend final interviews, to appointments are a collective decision.</p> <p>It would be helpful to have a full board in place by December.</p>	<p>PR/CJ</p> <p>All</p>	<p>Dec</p> <p>Dec</p>

	<i>Agreed these would be voluntary roles initially, with an honorarium payable. It was agreed we need a board of six or seven NEDs, so three or four additional NEDs needed.</i>			
4.3	<i>Esports Advisory Group was discussed.</i>	SC: <i>to lead on the brief and recruitment of this group.</i> LW: <i>circulate the original thinking for this group and candidate pack. SC to update pack and send to NEDs for input before leading process.</i> <i>Like the NED Board, it was agreed to have a Esports Advisory Group in place by Dec</i>	SC LW	Dec Asap
4.4	<i>Comms around NED appointments was discussed</i>	CJ: <i>Circulate a plan which can be agreed be all before bio's / LinkedIn profiles are changed.</i>	CJ	Asap

KPIs

Ref	Notes	Action	Lead	Date
5.0	<i>Roadmap was shared with NEDs</i>	<i>LW: Update roadmap and share with group.</i>	LW	Asap

Budget & KPIs

Ref	Notes	Action	Lead	Date
6.0	<i>AGM was discussed and the accounting process with our accountants (Crowe UK LLP)</i>	<i>LW: AGM date is 11 October. LW to lead on AGM</i>	LW	Oct
6.1	<i>NEDs to meet accountants</i>	<i>LW: to arrange for accountants to attend a NED meeting</i>	LW	Nov
6.2	<i>2022/23 Budget discussion. It was agreed this would be paused until we know the outcome of the UKGC Settlement proposals</i>	<i>LW: Work with accountants to produce draft budget.</i>	LW	TBC

AOB

Ref	Notes	Action	Lead	Date
7.0	<i>A Parliamentary Event was discussed, but with a difference (i.e. video gaming, prosecco and pie)</i>	<i>CJ: To lead on event and pull together a plan for NED discussion</i>	CJ	TBC

Meeting finished at 1245