

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



Tuesday 07 November 2023, 1100 – 1230 (UK time)

Venue: Via Teams

Attendees: Directors

Apologies: none

Key:

ACTIONS IN GREEN = COMPLETE

ACTIONS IN AMBER = PENDING / TO BE COMPLETED

MINUTES & ACTION LOG

Welcome and introductions

| Ref | Notes | Action / Outcome | Lead | Date |
|-----|------------------------------|---|------|-------|
| 1.0 | | <i>Introductions made and no apologies.</i> | | |
| 1.1 | <i>Register of Interests</i> | <i>Board reviewed the register and no new interests to declare.</i> | LW | 07/11 |

Governance

| Ref | Notes | Action | Lead | Date |
|-----|---|---|------|-------|
| 2.1 | <i>Governance & People Handbook</i> | <i>Board reviewed updates to Governance Handbook and agreed proposed changes (i) job sharing; (ii) ecologi to off-set staff travel and (iii) extended study opportunities for employees to cover fully funded Degree and Master qualifications (via apprenticeship levy).</i> | LW | 07/11 |
| 2.2 | <i>Investors in People</i> | <i>Board reviewed IIP report and agreed to go for re-accreditation in May 2023 and also consider Investing in Mental Health standard – funding pending.</i> <i>ACTION: LW to speak to IIP.</i> | LW | 28/02 |
| 2.3 | <i>B Corp</i> | <i>LW shared dashboard for B Corp. Assessors may want to speak to NEDs – LW to arrange.</i> <i>ACTION: LW speak to B Corp.</i> | LW | 28/02 |
| 2.4 | <i>Pride 365</i> | <i>Board noted report. No actions and agreed to maintain at basic level of accreditation.</i> | LW | 07/11 |
| 2.5 | <i>Armed Services Covenant</i> | <i>Board noted certification. No actions and agreed to maintain Bronze level of accreditation.</i> | LW | 07/11 |

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|------|--------------------------------------|--|-----|-------|
| 2.6 | Founder & NED honorariums | <p>The board discussed and agreed:</p> <ol style="list-style-type: none"> 1. Founder salary to be capped at £125k annually. 2. Founder salary to be reviewed in July 2025. 3. NED payments to remain at £250pcm, but would seek to grow these honorariums. 4. NEDs agreed on 10% fee for successful fundraising income. 5. NED honorariums paid to 31 Jan 24. 6. Founder has drew down £15,400 in the first six months of FY. Founder doesn't remain on regular monthly salary, due to fluctuations in income. 7. Full-year Founder and NED honorariums would continue to be published for transparency. 8. SC may receive a £10k payment for fundraising if income is banked. | ALL | 07/11 |
| 2.7 | Risk Assessment | Board reviewed updates to rick assessment and agreed with ratings and content. Income and Diversity remain principle risks that require actions. | ALL | 07/11 |
| 2.8 | Chair Report | Agreed to continue to produce and publish on website, along with all board papers to promote transparency. | LW | 07/11 |
| 2.9 | 2024 Enabling Plan & KPIs | <p>To be published on website when complete.</p> <p>ACTION: LW to populate</p> | LW | 28/02 |
| 2.10 | Vision & Mission statements and logo | Board discussed some feedback to the logo and vales etc. It was agreed these are not to change. | LW | 07/11 |
| 2.11 | Vanguard Group & Volunteers | <p>Board discussed Vanguard Programme and voluntreers. Agreed:</p> <ol style="list-style-type: none"> 1. Vanguard Programme to commence once funding place. Board members to interview and be involved in section process. 2. Volunteers can be recruited to help with events and research. | LW | 28/02 |

Events / Product

| Ref | Notes | Action | Lead | Date |
|-----|---------------|---|-------|-------|
| 3.0 | Events | Jan – March 2024 Events schedule noted. | LW | 07/11 |
| 3.1 | Esports | SC to support with Dec pilot. | SC/LW | 28/02 |
| 3.2 | Metaverse | SC to support with pilot. | SC/LW | 28/02 |
| 3.3 | KPIs | Updated KPI check list discussed and agreed. ACTION: LW to enlist help with some KPIs from NEDs. To be agreed in next catch-ups. | ALL | 28/02 |
| 3.4 | ICEF Research | Agreed to progress | SC/LW | 28/02 |

AOB

| Ref | Notes | Action | Lead | Date |
|-----|-----------------------------------|--|------|-------|
| 4.0 | Director of Education appointment | Board discussed and agreed JMF to be confirmed as Director of Education | LW | 07/11 |
| 4.1 | 25 Club | Board agreed next steps and discussion with prospective Chair. ACTION: LW to set up meet with prosp[ective chair and NED members. | LW | 28/02 |

Meeting finished at 1230

Dates for noting:

- **In Person Board:** Plan for Tuesday 19 March 2024 as in-person meet and social.
- **Esports Pilot & Christmas lunch (Southend):** Mid December 2023.
- **Bett 2024 (Excel, London):** 24 - 26 January 2024
- **ESIC / ICE 2024 (Excel, London):** 6 - 8 February 2024
- **MWC 2024 (Fira de Barcelona):** 26 - 29 February 2024
- **NextGen 2024 (University of Oxford):** 06 - 07 March 2024