

Lottery Company Non-Executive Director & Chair Role Description

St Michael's Hospice is a UK company, limited by guarantee and registered as a charity with the Charity Commission.

The Lottery Company is a wholly owned subsidiary of St Michael's Hospice whose profits are covenanted to the Hospice. It is registered at Companies House. The work of the Lottery Team is regulated by the Gambling Commission.

The role of the Lottery Board is to govern the subsidiary company and provide overall strategic policy direction so that the Board achieves its aims in the most efficient and effective manner, consistent with the Hospice's values. It is about leadership and being legally accountable for the activities and performance of the Lottery Company. As such, it is distinct from day-to-day management, which is delegated to teams through the Chief Executive.

Principle responsibilities

- Ensuring the Lottery Company (LC) has a clear vision, mission and strategic direction and is focused on achieving these
- Being responsible for the performance of the LC including income generation, and for their 'corporate' behaviour
- Ensuring that the LC complies with all legal and regulatory requirements
- Acting as guardians of the LC's assets, both tangible and intangible, taking all due care over their security, deployment and proper application and to act to ensure their long-term sustainability
- Ensuring that the LC's governance is of the highest possible standard.

To fulfil these key responsibilities

- 1.1** Ensure that the LC operates within its Articles of Association and has a clear vision, mission and strategic direction and is focused on achieving these.
- 1.2** Ensure a good understanding of the vision, mission and strategic objectives of St Michael's Hospice and ensure those for the Lottery function align with these.
- 1.3** Work in partnership with other Non-Executive Directors, the Chief Executive and the Income Generation Director to ensure that the LC has a clear vision, mission and strategic plan agreed by the Hospice Board and there is a common understanding of these by Trustees, Non-Executive Directors and employees.
- 1.4** Ensure the business, operational and other plans and LC policies support the strategic priorities.
- 1.5** Ensure there are effective mechanisms to:
 - a. review the external environment for changes that might affect the LC;
 - b. re-assess the need for the LC and for the service it provides, or could provide;
 - c. regularly review its strategic plans and priorities.

2. Being responsible, with the other Non-Executive Directors, for the performance of the LC and for its 'corporate' behaviour.

- 2.1 To agree the method for measuring objectively the progress of the LC in relation to strategic objectives/priorities, business plans and annual targets, and to receive regularly reports on the performance of the LC.
- 2.2 To ensure that the fundamental values and guiding principles of the Hospice are articulated and reflected throughout the LC.
- 2.3 Ensure that the Income Generation Director is held to account for achieving agreed strategic objectives and for the management and administration of the LC by receiving regular reports.
- 2.4 To agree LC policies and procedures.
- 2.5 Act as an ambassador for the work of the Hospice and maintain effective and close relationships with key influencers.
- 2.6 Represent the trading subsidiary at external functions, meetings and events, when appropriate.

3. Ensuring, with the other Non-Executive Directors, that the LC complies with all legal and regulatory requirements.

- 3.1 Be aware of, and to ensure the LC comply with all legal, regulatory and statutory requirements.
- 3.2 Maintain familiarity with the rules and constitution that governs the LC, to ensure that they comply with its governing instruments.

4. With other Non-Executive Directors, act as guardian of the LC assets, both tangible and intangible, taking all due care over their security, deployment and proper application and ensuring long term sustainability

- 4.1 Ensure that the LC has satisfactory financial control systems and procedures and that the way in which the LC is administered is not open to abuse by unscrupulous employees or volunteers; and that the systems of control are rigorous and constantly maintained through regular evaluation and improvement in the light of experience.
- 4.2 Ensure that the major risks to which the LC is exposed are reviewed annually and that systems have been established and implemented to mitigate or minimise these risks.
- 4.3 Act reasonably, prudently and collectively in all matters relating to the LC and always to act in the interests of the LC.
- 4.4 Be accountable for the solvency and continuing effectiveness of the LC.
- 4.5 Ensure that intangible assets such as organisational knowledge and expertise, intellectual property, the Hospice's good name and reputation etc are properly valued, utilised and safeguarded.
- 4.6 To ensure that all income due to the Hospice is received and that all tax benefits are obtained and all rating relief due is claimed.

5. Ensuring that the Lottery Company's governance is of the highest possible standard.

- 5.1** To reflect bi-annually on the LC's performance and your own performance as a Non-Executive Director.
- 5.2** Ensure the LC governance arrangements are working in the most effective way for them to achieve their strategic objectives, and that the governance enables the Non-Executive Directors to fulfil their responsibilities.
- 5.3** Ensure that the LC Boards have the relevant skills required to govern the LC well, and have access to relevant external professional advice and expertise.
- 5.4** Ensure that Non-Executive Directors are fully engaged and that decisions are taken in the best, long-term interests of the LC. Ensure that the Board takes collective ownership of decisions
- 5.5** Ensure with the Income Generation Director that decisions taken at LC Board meetings are implemented and in a timely manner.
- 5.6** Foster, maintain and ensure that constructive relationships exist with and between the Non-Executive Directors. Encourage positive change, where appropriate and address and resolve any conflicts within the Board.
- 5.7** Participate in individual and collective development and training.
- 5.8** Act with integrity and in accordance with the LC's values.

6. Individual duties of a Non-Executive Director

- 6.1** Support the LC, Chief Executive and Leadership Team by offering expertise or experience in particular areas as able.
- 6.2** Regularly attend and actively contribute to LC Board meetings.

7. Duties specific to the Chair of the Lottery Board

7.1 Performance of the LC and their 'corporate' behaviour

- a. Ensure that LC progress reports in relation to strategic objectives/priorities, business plans and annual targets, are regularly received and discussed by the LC.
- b. Through maintaining regular contact, establish and build a strong, effective, supportive and constructive working relationship with the Hospice Chairperson, Chief Executive and Income Generation Director within which each can speak openly about concerns, worries and challenges.
- c. Review with the Chief Executive and bring to the attention of the other Non-Executive Directors and the Hospice Chair any activity that threatens the probity of the LC.
- d. Facilitate change and, if required, address any potential conflict with external stakeholders.

7.2 Compliance with all legal and regulatory requirements

- o To keep up to date with communications from the Gambling Commission and gambling sector developments and to be available in the event of a visit from the Gambling Commission.
- o To ensure that Non-Executive Directors fulfil their duties and responsibilities for the effective governance of the LC.

7.3 Ensuring governance is of the highest possible standard

- a. Lead the appraisal of the LC performance on an annual basis.
- b. Lead the appraisal of other Non-Executive Directors and be subject to regular appraisal by the Hospice Chair.
- c. Ensure that there is a systematic, open and fair procedure for the recruitment or co-option of Non-Executive Directors, ensuring that the LC incorporates the correct balance of skills, knowledge and experience needed to govern and lead the LC effectively.
- d. Chair Board meetings effectively, efficiently and impartially and ensure objectivity in the decision-making process. Ensure that meetings are well planned and reflect the responsibilities of Non-Executive Directors.
- e. Work closely with the Chief Executive to give direction to Board policy-making.

In most circumstances the role requires a commitment of two days a quarter, albeit as an amalgam of hours which may be at home or at the Hospice.

The LC serves all of Hastings and Rother so the selected candidate may be required to travel throughout the region.

For the Chair of the Lottery Board, it is expected that they will carry out additional duties which can mean a fluctuating time commitment and on occasions more than two days per quarter.

Role Description dated: May 2026

Eligibility Criteria

To be a LC Chair or Non-Executive Director, a person must be aged 16 or over and must be considered capable of managing their own affairs. The person must understand the responsibilities of a Chairperson/Non-Executive Director and be depended upon to carry them out in a reliable way. The Charities Act disqualifies people who:

- are disqualified from being company directors
- have unspent convictions for offences involving deception (such as fraud), dishonesty, bribery and money laundering or disobeying a direction of the Commission
- are un-discharged bankrupts or have a current composition or arrangement including an individual voluntary arrangement (IVA) with their creditors
- have been removed as a Trustee of any charity by the Commission (or the court) because of misconduct or mismanagement
- are on the sex offenders' register.

Lottery Company Non-Executive Director Person Specification

| | Essential criteria |
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| Values | Kind, inclusive, respectful, innovative, integrity, openness, diplomacy, understanding and tact. |
| Knowledge/ experience | <ul style="list-style-type: none"> • Board and governance experience • To have, or develop quickly, an understanding within the legal framework of the responsibilities laid down by Companies House and the guidance for Directors in a public role • Experience of operating at a senior strategic leadership level within an organisation • A varied and balanced cross section of skills and experience that will aid and support good decision making at Board level • Demonstrable experience of building and sustaining relationships with key stakeholders and colleagues to achieve organisational objectives • Proven track record of sound, independent judgement and effective decision making • History of impartiality, fairness and the ability to respect confidences • Good knowledge of a local community within Hastings and Rother • To have an understanding and acceptance of the legal duties, responsibilities and liabilities of Directorship • Track record of commitment to promoting equality, diversity and inclusion. |
| Qualities/ attributes | <ul style="list-style-type: none"> • A commitment to the Hospice and the LC; their values, aims and objectives and an interest in their work • An ability to recognise and work within a balanced approach to risk • Strong communication and interpersonal skills with an ability to present information in a clear and a concise manner including at public meetings • Ability to think and work strategically and creatively |

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| | <ul style="list-style-type: none"> • Demonstrates tact and diplomacy with the ability to listen and engage effectively • Ability to foster and promote a collaborative team environment and to work effectively as part of a team • Strong networking capabilities with the ability to be an effective ambassador and influencer for the benefit of the LC and the Hospice • Ability to process detail and get to the heart of an issue • The ability to seek a mutual understanding and to find consensus • An ability and willingness to devote the necessary time to the role including travel and attending events out of office hours • Understanding of the respective roles of the Chair, Non-Executive Directors, Hospice Chair, Trustees and Chief Executive. <p>Additional attributes specific to the Chair of the Lottery Board:</p> <ul style="list-style-type: none"> • Ability to Chair meetings in an open and collaborative manner • Ability to carry the confidence of the LC Board, employees and volunteers through positive interaction and leadership |
| Desirable criteria | <ul style="list-style-type: none"> • Prior financial governance experience • Experience of working with a strategic change environment • Experience of working in a retail environment |