

Gambling Regulators European
Forum
(GREF)

The GREF Handbook

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Gambling Regulators European Forum (W923011313)

Introduction

This document is known as the GREF Handbook. The handbook does not displace the Statutes of the Association of Gambling Regulators European Forum which always remain the primary instruction under which Gambling Regulators European Forum (GREF) must function. (See Appendix 4 for the Statutes of Association). The handbook uses the Statutes of Association for its content and direction and is intended to be a practical guide to the running of GREF. The handbook is a living document that should be maintained and updated as and when needed.

Incorporation

Gambling Regulators European Forum (“GREF”) is a not for profit organisation. Its registration is in France under the 1901 French Associations Act,

Its registered office is 11 Boulevard Gallieni Trieo, 92130 Issy-les-Moulineaux, , France. This is the office of The French Gambling Authority and the statutes for GREF are kept at The French Gambling Authority’s office.

GREF was declared on 9th December 2022.

GREF’s financial year ends on 31st May, and its accounts must be filed by 26th February the following year. The Treasurer will prepare the accounts, the board will agree the accounts and GREFL’s retained corporate service provider, GRM Law, will manage the submission of the accounts.

The GREF Objectives

The objectives of GREF are:

- To serve as a meeting place and exchange views between its Members on issues relating to gambling, in particular on regulation, supervision, control of operators or on the gambling industry;
- To represent the different views of European Gambling Regulators and also provide a central point of contact for enquiries directed at them from authorities or related organisations in Europe and elsewhere;
- To encourage the study and research on issues and practices relating to the regulation of gambling and to share the results of such research among its Members;
- To share information and work relating to the regulation of gambling.

The GREF Structure

The Statutes of Association create two representative bodies:

Members – Government Authorities, institutions or agencies whose legally established task is to regulate gambling in the jurisdiction which has instituted them.

The Board - Responsible for the management of GREF's business.

Members

The Board shall decide on the admission of a Member for the current financial year and such admission shall be subject to approval at the next General Meeting. Only fully paid-up Members can attend the General Meeting.

A Member's admission may be terminated by the Board in the following circumstances:

- The Member no longer regulates gambling;
- The Member has not paid the required membership fee for two years.

Any decision of the Board to terminate a Member's admission shall be confirmed by the Members at the next General Meeting.

The Board

The Board Members shall be elected by the General Meeting by the Members of the Association. There shall be no maximum number of Board Members but there is a minimum number of four (4). Further Board Members can be appointed by the Board with confirmation by the Members at a General Meeting or directly by an ordinary resolution of the Members.

The Board Members of GREF are responsible for the management of GREF's business.

The Members will vote for the following positions of the Board:

- Chair (may serve for a maximum term of two years)
- Vice-Chair (may serve for a maximum of two years)
- Secretary (may serve a maximum of four years)
- Treasurer (may serve for a maximum of four years)
- Ordinary Members (may serve for two years)

Elections will take place during the General Meeting held during GREF's annual conference at which a Board Member's term of office will expire. The Board may at any time appoint a member to fill any vacancy on the Board until the next General Meeting.

At the end of their term of office, the Chair will leave the Board and must wait two years before being eligible for re-election to any post on the Board. On retirement from the Board, the Chair will be replaced by the Vice-Chair. In the event that the Chair retires mid-year, the Vice-Chair will serve as Chair designate until the next regular period of office. Retiring Secretaries or Treasurers are eligible for re-election to another post, but may not be re-appointed to their former post. Ordinary members are eligible for re-election.

Board Meetings

To call a meeting of the Board, 30 business days' notice should be given. The notice should be in writing setting out the proposed date and time as well as the proposed location. The Board Members may agree to less notice. However, it should be noted that business days relates to working days in France which may differ from where a Board Member may be based. A specimen notice can be found at appendix 1.

The quorum for a Board Meeting is two (2) Board Members. If there is no quorum the only proposal that can be voted on is a proposal to call another meeting.

A meeting should have a Chairman appointed to chair it.

If a decision of the Board is not unanimous and a vote is taken and that vote is equal then the Chairman shall have a casting vote which s/he must exercise in favour of the *status quo*.

Decisions, if taken electronically, should be kept in a way which allows them "to be read with a naked eye". This should be taken to mean that they should not be stored as email correspondence chains or other messages. They should be in the form of a written document. The secretariat for any meeting should produce written minutes for approval at a subsequent meeting. Specimen minutes can be found at Appendix 2. It is for the Board Members to ensure that GREF keeps a written record of all decisions (unanimous or majority) for at least 10 years after the date of the decision.

Board Members need not attend the meeting to participate and if it is anticipated that any Board Member would be likely to participate from an alternative location the notice of meeting should set how it is proposed that communication would take place. For example, this could be a conference call or video conference.

There may be circumstances where a Board Member's appointment may be terminated. These include, but are not limited to:

- The Board Member is prohibited from being a Director of a Corporate Entity;
- The Board Member is incapable of being a Board Member through reason of illness;
- The Board Member is no longer associated with an Association which regulates gambling;
- The Board Member has been declared Bankrupt;
- In any other circumstance where the Board agree that the said Board Member can no longer act in the best interests of GREF.

A Board Member's appointment may only be terminated by a resolution of the Board. The termination of a Board Member's appointment must be confirmed at the next General Meeting.

Conflicts of interest

Given the roles of those involved in GREF it is possible that conflicts of interest may arise from time to time.

If such an eventuality were to arise the Board Member who has a conflict of interest should declare that interest and decide whether they can take part in the discussion and vote or should absent themselves that part of the meeting.

General Meetings

Members may take decisions at general meetings. Fourteen days' notice should be given of the intention to call a general meeting. The notice of the meeting should set out the time, date and place of the meeting as well as the general nature of the business to be conducted. Members can attend in person or by proxy. If a proxy is to attend then a minimum of 48 hours' notice should be given. A specimen meeting notice can be found at Appendix 3.

At a general meeting, where there are several Members for one country, there shall be one vote per country. Voting can be by way of a show of hands or a poll. The decision should be by way of a show of hands unless a poll is requested. The Statutes set out the process if a poll is demanded.

Board Members should make the arrangements they consider necessary for those attending general meetings to speak and vote. As with Board meetings not all persons need be present in the same place but where a person exercises the right to speak communication should be to all those attending however they are attending.

If the Members have appointed a Chairman, then that person should chair general meetings. If that person will not or cannot chair a general meeting then the first business of the meeting should be the appointment of a Chairman.

Members can appoint a proxy to attend on their behalf. A proxy notice must be in writing. It must give the name and address of the Member appointing the proxy, identify the proxy and the meeting to which the proxy is appointed for. The notice must be signed by the Member. The proxy notice may specify how the proxy will vote or give the proxy discretion as to how to vote.

The quorum for a general meeting is 10 of the Members of GREF. In this instance Member means a fully paid up member of GREF.

Giving notices

Any notice, document or information can be sent in a variety of ways. Members and Board Members will be deemed to have been served in the following ways: -

- By hand at the appropriate address.
- By electronic means one hour after sending.

Gambling Regulators European Forum Limited (W923011313)

Notice of Board Meeting

Gambling Regulators European Forum

To [insert name and address]

Notice is hereby given that a Meeting of the Directors of Gambling Regulators European Forum will be held on [insert date (including year)] at [insert time] at [full address of venue].

AGENDA

1. Preliminary issues

- i. Appointment of Chairman (if necessary)
- ii. Quoracy
- iii. Attendance

2. Minutes

- i. To consider the Minutes of the Meeting of the Board held on [insert date] at [insert location]
- ii. To approve said Minutes

3. Matters arising

- i.

4. Main Business

- i. To consider [insert details]
- ii. To consider [insert details]

5. Any other business

6. Closing remarks from the Chairman

Dated this [insert date]

Gambling Regulators European Forum, 11 Boulevard Gallieni Trieo, 92130 Issy-les-Moulineaux, France

Appendix 2 – Template: Minutes of Board Meeting

GAMBLING REGULATORS EUROPEAN FORUM

Minutes of [number] Board' meeting

Held at [location]

On [date].

Present

AB (Director)

CD (Director) [secretariat]

In attendance

EF

GH

Chairman

The Chairman of the meeting was [(Director)].

Minutes of previous meetings

The minutes of the meetings held on [date] were approved by the meeting and signed by the Chairman.

Subject 1

Text of subject 1.

Subject 2

Text of subject 2.

Other Business

[There was no other business.]

.....
[Insert name]

Chairman

Appendix 3 – Template: Notice of Annual General Meeting

Gambling Regulators European Forum (W923011313)

Notice of [Annual] General Meeting

Gambling Regulators European Forum

Notice is hereby given that the [insert number] [Annual] General Meeting of Gambling Regulators European Forum will be held on [insert date (including year)] at [insert time] at [full address of venue].

All Members are invited to attend the [Annual] General Meeting.

AGENDA

7. Opening welcome

- i. Appointment of Chairman (if necessary)
- ii. Quoracy
- iii. Attendance

8. Minutes

- i. To consider the Minutes of the [insert year] [Annual] General Meeting held on [insert date] at [insert location]
- ii. To approve said Minutes

9. Ordinary business

- i. To receive a report on the activities of Gaming Regulators European Forum Limited
- ii. To receive a report of the audited financial statements of Gaming Regulators European Forum Limited to [year end date]
- iii. To re-appoint [insert name] as Auditors to Gaming Regulators European Forum Limited

10. Motions

- i. To consider a motion to [insert details]
- ii. To consider a motion to [insert details]

11. Closing remarks from the Chairman

Dated this [insert date]

By Order of the Board

Gambling Regulators European Forum, 11 Boulevard Gallieni Trieo, 92130 Issy-les-Moulineaux, France

Members may attend in person or by proxy. If attending by proxy notice should be given not less than 48 hours before the start of the meeting. A form of proxy can be provided on request.

**Statutes of the Association Gambling Regulators European
Forum
("G.R.E.F.")**

**CHAPTER I: CREATION, NAME AND REGISTERED OFFICE OF THE
ASSOCIATION**

ARTICLE 1: CREATION AND NAME

1.1 An Association called Gambling Regulators European Forum, in abbreviated form (GREF), is hereby created.

1.2 The Association Gambling Regulators European Forum (hereinafter "the Association") is formed without any time limit.

1.3. The Association shall be governed by these Statutes of Association.

ARTICLE 2 : REGISTERED OFFICE

The registered office of the Association is located in Issy-les-Moulineaux, France. It may be transferred to any other location as determined by the Board, which shall decide in accordance with the conditions set out in Article 10.

CHAPTER II : OBJECTIVES OF THE ASSOCIATION

ARTICLE 3 : OBJECTIVES OF THE ASSOCIATION

The objectives of the Association are :

3.1 To serve as a meeting place and exchanges of views between its Members on issues relating to gambling, in particular on regulation, supervision, control of operators, or on the gambling industry;

3.2 To represent the different views of European Gaming Regulators and also provide a central point of contact for enquiries directed at them from authorities or related organizations in Europe and elsewhere.

3.3 To encourage the study and research on issues and practices relating to the regulation of gambling and to share the results of such research among its Members;

3.4 To share information and work relating to the regulation of gambling.

CHAPTER III : MEMBERS OF THE ASSOCIATION

ARTICLE 4 : DEFINITION OF MEMBERS

4.1 Members of the Association are limited to governmental authorities, institutions, or agencies, and more generally any governmental entity whose legally established task is to regulate gambling in the jurisdiction which has instituted them.

ARTICLE 5 : ADMISSION OF MEMBERS AND LOSS OF MEMBERSHIP

5.1 The Board of the Association shall decide on the admission of a Member for the current financial year. Such admission shall be subject to approval by the next General Meeting.

5.2 The Board shall decide on the modalities of presentation and admission.

5.3 Membership shall be lost :

- by withdrawal ;
- by removal in the event of non-payment of membership fees for two consecutive years, as determined by the Board, or serious breach of the principles and values upheld by the Association ;
- when a local organisation that the Member represents stops to exist.

5.4 A Member remains a Member when its organisation is being transformed as long as the new organisation has a legally established task to regulate gambling.

5.5 After hearing the Member, the Board may decide to expel the Member. This decision shall be submitted to the next General Meeting for approval.

CHAPTER IV : ORGANISATION AND FUNCTIONING

ARTICLE 6 : DECISION-MAKING BODIES

The decision-making bodies of the Association are :

- the General Meeting ;
- the Board.

ARTICLE 7 : THE GENERAL MEETING

7.1 The General Meeting is the supreme body of the Association. All Members of the Association, represented by their legal representatives, are part of the General Meeting. The legal representatives of Members can also mandate a delegate from their organisation.

7.2 It shall meet in ordinary and extraordinary sessions as required.

7.3 Only Members who are up to date with their membership fees at the time of the General Meeting shall vote. In case there are several Members for one country, there shall only be one vote per country.

7.4 A Member who cannot be present at a General Meeting may give a proxy to another Member present at the time of the vote. He/she shall inform the Chair of the General Meeting before the vote.

7.5 Meetings of the General Meeting may be held remotely, including by electronic means.

ARTICLE 8 : CHAIRING OF THE GENERAL MEETING

The Chair of the Association (the Chair) shall preside over the General Meeting and direct its discussions. In his or her absence, the Vice-Chair of the Board shall replace the Chair. In absence of the Chair and Vice-Chair, the dean Board Member can chair the General Meeting.

ARTICLE 9 : MEETINGS OF THE ORDINARY GENERAL MEETING

9.1 The ordinary General Meeting shall be convened by the Chair at least once a year, by any means.

9.2 The General Meeting shall be a forum for debate, proposals and exchange of information on all subjects of common interest to its Members.

9.3 The quorum of the Ordinary General Meeting shall be reached if one half of the Members are present or represented.

9.4 Decisions and resolutions of the Ordinary General Meeting shall be adopted by an absolute majority of the votes cast.

9.5 All votes shall be by show of hands or, at the request of a Member, by secret ballot.

9.6 In order to be validly submitted to the deliberation of the General Meeting, a resolution must be presented by at least two Members. It shall be communicated to the Board at least thirty days before the General Meeting.

9.7 The Secretary of the Association shall send the documents submitted to the General Meeting to the Members at least fifteen days before the General Meeting.

ARTICLE 10 : POWERS OF THE ORDINARY GENERAL MEETING

The powers of the Ordinary General Meeting are :

10.1 To approve the agenda of the meeting and the minutes of the previous meeting;

10.2 To elect the Board Members;

10.3 To confirm the admission of new Members;

10.4 To confirm the removal of a Member;

10.5 To determine the scale of fees;

10.6 To decide on the location of the registered office acting on a proposal from the Board;

10.7 Where appropriate, to approve rules of procedure;

10.8 To establish committees and working groups as required;

10.9 To approve the activity report, the financial statements and accounts of the Association;

10.10 To issue appropriate public statements and announcements to further its objectives;

10.11 To take decisions generally on any subject not statutorily assigned to the competence of the Board or its Board Members.

ARTICLE 11 : MEETINGS OF THE EXTRAORDINARY GENERAL MEETING

11.1 The Extraordinary General Meeting may be convened at the request of the Chair of the Association, or when at least two third of the Members request it.

11.2 The quorum of the Extraordinary General Meeting shall be two third of the Members present or represented.

11.3 Decisions and resolutions of the Extraordinary General Meeting shall be adopted by a two-thirds majority of the votes cast.

ARTICLE 12 : POWERS OF THE EXTRAORDINARY GENERAL MEETING

The powers of the Extraordinary General Meeting are :

12.1 To amend the Statutes of the Association;

12.2 To decide on the dissolution of the Association, it being specified that in the event of dissolution, the assets of the Association shall be allocated to a charity or any other organisation pursuing the same aims and designated by the Extraordinary General Meeting.

ARTICLE 13 : THE BOARD

13.1 The Board Members of the Association shall be elected by the General Meeting from among representatives from Members.

13.2 The Board shall comprise at least :

- The Chair,
- The Vice-Chair,
- The Treasurer,
- The Secretary.

13.3 The General Meeting may also decide to elect other Members of the Board, called "Ordinary Board Members", whose number is not limited.

13.4 The Chair, the Vice-Chair and the "Ordinary Board Members" are elected for two years by the General Meeting. The Treasurer and the Secretary are elected for four years by the General Meeting. All Members, with the exception of the Chair and Vice-Chair are eligible for re-election. The Chair must wait for a term of two years before being eligible for re-election to a position on the Board. Board Membership ends when the person is no longer a representative of its local organisation.

ARTICLE 14 : MEETINGS OF THE BOARD

14.1 The Board shall be convened by the Secretary at least once a year, by any means and as required, at the initiative of the Chair.

14.2 The Board shall validly deliberate by a simple majority when half of its Board Members are present. In the event of a tie, the Chair shall have the casting vote.

14.3 The Board shall freely determine the modalities and procedures for the adoption of its deliberations, including by electronic means or telephone if the Members of the Board cannot be physically present at the place of the meeting.

14.4 Minutes shall be kept of the proceedings under the responsibility of the Secretary.

14.5 Members of the Board carry out their duties without reimbursement from GREF for the work.

ARTICLE 15 : POWERS OF THE BOARD

The Board shall :

15.1 Administer the property and affairs of the Association;

15.2 Ensure the implementation of the decisions and resolutions of the General Meeting;

15.3 Examine the applications for membership of new Members for the current year and submit them to the General Meeting for decision;

15.4 Prepare the activity and financial reports and submit them to the General Meeting for approval;

15.5 Schedule and organise the holding of General Meetings in cooperation with the host Member;

15.6 Appoint an interim replacement Member in case of withdrawal of one of its Board Members, until the next Ordinary General Meeting is convened;

15.7 Propose the location of the registered office.

ARTICLE 16 : THE CHAIR

16.1 The Chair shall ensure the implementation of the decisions of the Board and the smooth running of the Association. The Chair of the Board also convenes the General Meeting and is therefore Chair of the Association.

16.2 He shall represent the Association in all civil acts.

16.3 He shall chair the General Meeting and the Board, subject to the exemptions established in articles 8 and 17.

16.4 He shall authorise expenditure and revenue.

16.5 He may, however, delegate his signature to the Secretary and the Treasurer for acts of day-to-day administration, in particular for expenditure and revenue not exceeding an amount defined in the delegation.

ARTICLE 17 : THE VICE-CHAIR

In absence of the Chair, the Vice-Chair shall perform the functions of the Chair.

ARTICLE 18 : THE SECRETARY

18.1 The Secretary shall carry out the decisions entrusted to him/her by the Board and the Chair.

18.2 The Secretary shall prepare the meetings of the Board and the General Meeting and ensure the administrative management of the Association.

18.3 The Secretary shall be responsible for the storage of the Association's documents and archives.

18.4 The Secretary shall assist the Chair in the preparation of the Association's activity report.

18.5 This Article is not a limited summary. The Secretary may also assist in other tasks of the Board.

ARTICLE 19 : THE TREASURER

19.1 The Treasurer shall keep the accounts of the Association in accordance with the directives of the Board. He shall propose the annual budget of the Association to the Board.

19.2 At the end of each financial year, the Treasurer shall assist the Chair in the preparation of the financial report of the Association.

CHAPTER V : RESOURCES OF THE ASSOCIATION

ARTICLE 20 : RESOURCES

The resources of the Association are :

20.1 The basic fee payable by all Members, fixed by the General Meeting;

20.2 Additional subscriptions, manual donations and various resources, either in monetary values or in goods and services.

Members of the Association carry out their duties without reimbursement from GREF for the work.

CHAPTER VI : MISCELLANEOUS AND FINAL PROVISIONS

ARTICLE 21 : COMMUNICATIONS

Exchanges between the Members of the Association and voting may be carried out by any means, including electronic mail.

ARTICLE 22 : ENTRY INTO FORCE OF THE STATUTES

The Statutes shall come into force at the close of the Constitutive General Meeting of the Association on 7th December 2022.

Done in Paris on 8th December 2022

Chair	Vice-Chair	Secretary
René Jansen	Isabelle Falque-Pierrotin	Sarah Kelly