



**Minutes of Board Meeting No. 91 held on Monday 28 June 2021 at 9:30am
by video conference.**

Present:

Nicole Lappin, Chief Charity Commissioner (Chair)
Gerard McCurdy, Deputy Chief Charity Commissioner
Kieran Donaghy, Charity Commissioner
Séamus Magee, Charity Commissioner
Hugh McKeag, Charity Commissioner
Carmel Mullan, Charity Commissioner
Patricia Kelly, Legal Commissioner

In Attendance:

Frances McCandless, CEx
Sarah Finnegan, Head of Compliance & Enquiries
Aubrey McCrory, Head of Corporate Services
Punam McGookin, Head of Charity Services
Alice Campbell, Minutes

Apologies:

Nuala O'Hare, Board Apprentice

The Chair welcomed everyone to the meeting and noted that when it is possible to recommence face to face Board meetings, it will be reviewed and facilitated in a safe manner.

1. Minutes of Board Meeting 90, 17 May 2021

Following discussion the minutes of the Board Meeting held 17 May 2021 were agreed as a true and correct record, subject to a minor amendment, as proposed by Kieran Donaghy and seconded by Carmel Mullan.

AP1: Minutes of Board Meeting No 90, 17 May 2021 to be published on CCNI website.

2. Conflicts of Interest

The Chair highlighted a personal conflict under item 5f, and it was accepted this did not require her to recuse herself when the Board discussed this item.

3. Chair's Business, Correspondence and Meetings

The Chair welcomed Patricia Kelly to her first Board meeting, and Caron Alexander to the meeting in her role as independent member of the Audit & Risk Assurance Committee.

The Chair highlighted this would be Sarah Finnegan's last meeting and on behalf of the Board thanked her for all her work in the post of Head of Compliance and Enquiries. Commissioners welcomed a range of very positive feedback received about the recent launch of the Public Trust & Confidence research and the wider information the Commission provides to the sector. Commissioners expressed thanks to Hugh McKeag for chairing the session and to staff for their work in organising the event.

It was agreed the planned complaints handling workshop would be postponed in light of a new consultation by the Northern Ireland Public Services Ombudsman (NIPSO) on a model complaints handling approach. The Board noted the Chair had received correspondence requesting a meeting but as this related to an ongoing Charity Tribunal it would not be appropriate at this time. As no Commissioners had advised the chair they wished to raise any business under agenda items 5i to j and 6k these would be noted.

The Board noted the text of the Charities Bill, which was at committee stage, had been received by the Commission and it was agreed staff would prepare a discussion paper for the September Board meeting.

AP2: Staff to prepare paper on legislative amendments in the Charities Bill for the September Board meeting.

4. Chief Executive's Report

The Chief Executive introduced her report and gave an updated on a recent Charity Tribunal decision which the Board discussed.

Following discussion, it was decided to postpone the annual public meeting this year. Commissioners noted Nuala O'Hare's term as Board Apprentice had concluded and Maria Curry, the new Board Apprentice, will be inducted over the summer and Hugh McKeag will be the 'boardroom buddy'.

The CEx outlined details of a recent meeting of senior officials from Department for Communities and a range of Arm's Length Bodies. Lessons learned during from the pandemic response, areas for closer co-operation and plans for an audit of departmental information requests were noted. The CEx confirmed Rossa Keown would take up the post of Head of Compliance and Enquiries from the start of August.

5. Policies and Processes

a. Final Annual Report & Accounts

The Head of Corporate Services introduced the draft 2020/21 Annual Report & Accounts and confirmed a series of minor changes had been made reflecting previous Board discussion and the audit process. It was noted that the Report to those charged with Governance has been received and was presented.

The letter of representation from the Comptroller and Audit General was discussed and noted. Following a number of queries regarding reduction in provisions, and reporting on sustainability and staff welfare it was agreed that the Chair and CEx would sign the relevant parts of the Annual Report & Accounts, these would be forwarded to the Northern Ireland Audit Office and submitted to sponsor team to be laid before the Assembly as proposed by Hugh McKeag and seconded by Carmel Mullan.

AP3: Relevant parts of the Annual Report & Accounts to be signed by the Chair and CEx.

AP4: Annual Report & Accounts to be forwarded to NI Audit Office.

AP5: Annual Report & Accounts to be forwarded to the sponsor department to be laid before the Assembly.

b. Annual equality progress report

The Head of Corporate Services introduced the paper and a number of queries in relation to the level of spend on reasonable adjustments at events and complaints about scheme implementation were responded to. The report was adopted for submission to the Equality Commission, subject to a minor amendment, as proposed by Kieran Donaghy and seconded by Gerard McCurdy.

AP6: Annual equality progress report to be submitted to the Equality Commission.

c. Annual review of Board Operating Framework and Code of Conduct, Standing Orders

The CEx introduced the paper and noted the three aspects covered. Following discussion a number of minor changes were agreed to the Board Operating Framework and the Code of Conduct (and related section in the Commission's Social Media policy), agreed as proposed by Séamus Magee and seconded by Gerard McCurdy.

AP7: Revised Board Operating Framework and Code of Conduct to be finalised.

d. Disposal schedule

The Head of Corporate Services introduced the paper and Commissioners discussed the schedule. A number of queries were raised and disposal arrangements were confirmed in terms of hard paper copies during the pandemic. The schedule was agreed as proposed by Hugh McKeag and seconded by Séamus Magee.

AP8: June 2021 disposal schedule to be progressed.

e. Review social media policy

The Head of Corporate Services introduced the paper and highlighted the strategic communications agenda and aim to update in light of experience and ideas from the Board Effectiveness Review. Following discussion a series of recommendations were agreed as proposed by Hugh McKeag and seconded by Gerard McCurdy. Commissioners noted their thanks to staff for their efforts in preparing the detailed document and recommendations.

AP9: Social Media Policy version 4.0 to be implemented.

f. NIPSO complaints consultation and minor change to complaints policy

The Chair declared an interest for one issue being considered in the paper.

The CEx briefed Board members on the NIPSO complaints consultation which covered a statement of principles and model complaints handling process and issues for inclusion in the Commission's response were highlighted. A proposed change to the current complaint handling process identified in light of experience was outlined. Following discussion the consultation response and change to the complaints policy were agreed as proposed by Carmel Mullan and seconded by Kieran Donaghy.

AP10: Consultation response to be finalised and sent to NIPSO.

AP11: Complaints policy version 6.0 to be implemented.

g. Report from external Public Trust & Confidence research

The Head of Charity Services introduced the report on the Commission's most recent research into public trust and confidence in charities in Northern Ireland. The Chair underlined the tremendous value of undertaking the research and thanked staff for their work. The Board noted the results also showed improvement in awareness and confidence in the Commission as a regulator. A number of Commissioners commented on the successful online information session held recently to launch the research.

AP12: Collate website analytics of research launch.

AP13: Contact umbrella bodies to encourage wider distribution and publication of the research findings throughout the sector.

h. Lessons learned from recent Tribunal case

The Head of Compliance and Enquiries highlighted the Tribunal's conclusion that the Commission had been reasonable to await a related judgment and costs had not been awarded. Commissioners discussed a series of action points many of which were already addressed.

i. CEx performance objectives – discussed and noted.

j. Legal update – noted.

k. Policy Development Plan update – noted.

6. Reports from sub-committees

Schedule 1 Committee

a. 11 June 2021 - noted

7. Charity Services Report

The Head of Charity Services introduced their report and Commissioners noted the range of casework in progress. Following discussion a series of changes to the Mergers, Company Consent and Authorising Transactions manuals as detailed in Appendix 1 were agreed as proposed by Gerard McCurdy and seconded by Kieran Donaghy.

AP14: Mergers Manual v3.0, Company Consents Manual v5.0 and Authorising Transactions Manual v2.0 to be implemented.

8. Compliance and Enquiries report

The Head of Compliance & Enquiries introduced their report and Commissioners noted voluntary filing rates were higher than expected at this time. A range of developments were outlined regarding enquiries underway and actions arising from the recent Schedule 1 committee. It was noted a review of the first engagement of an external body to carry out a statutory enquiry was planned.

Annual reporting requirements arising from implementation of the Charities (Accounts and Reports) Regulations (Northern Ireland) 2015 following the Court of Appeal decision were discussed and Commissioners noted the Commission's settled position. The Board discussed future accounting obligations on charities and staff undertook to provide a further update on reinstatement of accounts status.

AP15: Further updates on recent enquiries is to be circulated to Commissioners.

9. Corporate Services Report

The Head of Corporate Services updated Commissioners on the budget position and business plan progress to the end of May. It was noted in June Senior Management Team made a number of adjustments to balance the budget in response to pressures at the current time.

An update on the office relocation was provided and Commissioners expressed interest in viewing the premises when permissible. A series of interim amendments to the Business Continuity and Office Recovery plans to reflect the new office location were discussed and agreed as proposed by Gerard McCurdy and seconded by Carmel Mullan.

Following discussion it was agreed that the Accounting Officer would sign any licences/agreements pertaining to the relocation as proposed by Kieran Donaghy and seconded by Gerard McCurdy.

AP 16: Accounting Officer to sign office licence agreement.

10. Issues for next meeting 27 September 2021

In addition to standing items, issues proposed for the next meeting were:

- Issues from A&RA
- Issues from HR
- Assurance statement
- Update on Ministerial review report
- MSFM review
- Registration and Enquiries manual amendments (possible)
- Update on Board action plan
- Update on Review by Independent Counsel

11. Agreement to share Board papers with DfC

Following discussion, Commissioners agreed to share board meeting papers with sponsor department as per the powers available under the Charities Act (Northern Ireland) 2008, and that this would be a standing item on the agenda going forward as proposed by Séamus Magee and seconded by Kieran Donaghy.

AP17: Board papers to be shared with sponsor Department

AP18: Sharing of Board papers to be a standing agenda item.

12. A.O.B.

The Chair updated Commissioners on arrangements for claiming additional days.

It was noted that Commissioners will meet on 21 July for a discussion session on the review by Independent Counsel and reporting.

Meeting ended at 12.20pm

Register of Outstanding Action Points

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status
91(1)	28/06/21	1	Minutes of Board Meeting No 90, 17 May 2021 to be published on CCNI website.	HCorpS	Complete
91(2)	28/06/21	3	Staff to prepare paper on legislative amendments in the Charities Bill for the September Board meeting.	HChS	Complete
91(3)	28/06/21	5a	Relevant parts of the Annual Report & Accounts to be signed by the Chair and CEx.	Chair/ CEx	Complete
91(4)	28/06/21	5a	Annual Report & Accounts to be forwarded to NI Audit Office.	HCorpS	Complete
91(5)	28/06/21	5a	Annual Report & Accounts to be forwarded to the sponsor department to be laid before the Assembly.	HCorpS	Complete
91(6)	28/06/21	5b	Annual equality progress report to be submitted to the Equality Commission.	HCorpS	Complete
91(7)	28/06/21	5c	Revised Board Operating Framework and Code of Conduct to be implemented.	CEx	Complete
91(8)	28/06/21	5d	June 2021 disposal schedule to be progressed.	HCorpS	Complete
91(9)	28/06/21	5e	Social Media Policy version 4.0 to be implemented.	HCorpS	Complete
91(10)	28/06/21	5f	Consultation response to be finalised and sent to NIPSO.	HCorpS	Underway
91(11)	28/06/21	5f	Complaints policy version 6.0 to be implemented.	HCorpS	Complete

91(12)	28/06/21	5g	Collate website analytics of research launch.	HCorpS	Complete
91(13)	28/06/21	5g	Contact umbrella bodies encourage wider distribution and publication of the research findings throughout the sector.	HChS	Complete
91(14)	28/06/21	7	Mergers Manual v3.0, Company Consents Manual v5.0 and Authorising Transactions Manual v2.0 to be implemented.	HChS	Underway
91(15)	28/06/21	8	Further updates on recent enquiries is to be circulated to Commissioners.	HCE	Complete
91(16)	28/06/21	9	Accounting Officer to sign office licence agreement.	CEx	Complete
91(17)	28/06/21	11	Board papers to be shared with sponsor Department	HCorpS	Complete
91(18)	28/06/21	11	Sharing of Board papers to be a standing agenda item.	CEx	Complete
90(4)	17/05/21	5c	Issues of Board succession planning to be raised with sponsor team.	CEx	Complete
90(5)	17/05/21	5c	Action plan update to be brought to September Board meeting.	CEx	Complete
90(8)	17/05/21	5d	Impact of the Stakeholder Forum to be measured via the Research Strategy.	HChS	Underway
90(10)	17/05/21	6b	Information on other regulators' risk register approaches to be collated for Board risk workshop.	HCorpS	Underway
89(3)	22/03/21	4	A session on the transformation project and organisational risks to be organised and independent member of A&RA Ctte to be invited to attend.	HCorpS	Underway
89(10)	22/03/21	5f	Sharing of information in relation to Casework, Enquiries and Monitoring & Compliance manuals to be set out in an	HChS, HCE	Complete

			agreed paragraph in each manual as agreed.		
89(12)	22/03/21	6l	People strategy action plan to be updated and brought to the June Board meeting.	HCorpS	Postponed to November
89(13)	22/03/21	6m	Admin team to develop a repository of documents.	HCorpS	Complete
89(14)	22/03/21	7	Version 2.0 of the Casework Manual to be implemented.	HChS	Underway
88(3)	25/01/2021	4	Demo of risk assessment framework to be arranged for Commissioners.	HCorpS	Underway
86(2)	14/12/2020	3	Commissioners to be booked to attend the 2021 Leadership and Governance conference.	HCorpS	Underway
86(18)	14/12/2020	9	Paper to February HR Committee on remote working.	HCorpS	Postponed
85(3)	09/11/20	3	Commissioners are to join in on staff welfare events.	HCorpS	Underway
85(5)	09/11/20	4b	New enquiries 'concerns about charities' on line form to be implemented	HCE	Underway
84(10)	28/09/2020	8d	Chief Commissioner to nominate a Board member to undertake the oversight role.	Chief Comm	Underway
83 (6)	22/06/2020	7	Séamus to raise, through the A&RA Chairs' forum, the need for those using the NICS shared ICT services to have software to effectively support remote working.	S Magee	Underway