



**Minutes of Board Meeting No. 84 held on Monday 28 September 2020 at 9:30am by video conference.**

**Present:**

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

**In Attendance:**

Frances McCandless, Chief Executive  
Aubrey McCrory, Head of Corporate Services  
Punam McGookin, Head of Charity Services  
Sarah Finnegan, Head of Compliance & Enquiries  
Nuala O'Hare, Board Apprentice  
Clare McElherron, Minutes

Apologies: None

The Chief Charity Commissioner welcomed everyone to the meeting noting she would have to leave the meeting for a short while and the Deputy Chief Commissioner would take over as Chair.

**1. Minutes of Meeting No 83 – 22 June 2020**

Following discussion the minutes of the meeting held on 22 June 2020 were agreed as true and correct, as proposed by Kieran Donaghy and seconded by Hugh McKeag.

**AP1: Minutes of Board Meeting No 83 to be published on CCNI website.**

**2. Conflicts of Interest**

No conflicts were noted.

**3. Chair's Business, Correspondence and Meetings**

The Board was updated on a number of issues the Chair had progressed since the last meeting. This included discussions with sponsor department on options to ensure the post of legally qualified Commissioner was covered in the interim, and plans for a recruitment process. An update was provided

on sponsor department's review of the Commission's handling of concerns and complaints about the Disabled Police Officers' Association of Northern Ireland. Details of a recent outreach meeting by the Chair and Hugh McKeag with representatives of West Winds Social and Cultural Institution were noted. The Chair undertook to arrange a further meeting to update Commissioners on her forthcoming meetings with various correspondents.

The chair welcomed the new Board Apprentice, Nuala O'Hare, to her first meeting and thanked Gerard McCurdy for agreeing to undertake the role of buddy to support the apprentice position.

The Chair outlined various Commission input to the recent CO3 conference and reported very effective engagement with those active in the sector.

The Chair highlighted plans to progress the annual board assessments process with all Commissioners.

Nicole Lappin left the meeting at 9.50 am. Gerard McCurdy took over as chair.

**AP2: Chief Commissioner to arrange a meeting to update Commissioners on forthcoming meetings with various correspondents.**

**AP3: Template to be circulated and Chief Commissioner to progress Board assessments with Commissioners.**

#### **4. Chief Executive's Report**

The CEx introduced her report highlighting that an administrative amendment had been made to the Board Operating Framework to remove details of the former legal Commissioner.

It was noted the plan to pursue an independent assessment of correspondence which raised historic complaint issues agreed at the June Board meeting was not implemented following a meeting with sponsor department which discussed another process currently underway. Details of a recent meeting with departmental officials were provided. It was agreed to instruct counsel to assist with providing anticipated assurances to sponsor department.

Following a review of governance and assurance work the Board undertook with On Board, Commissioners agreed the project was concluded.

The CEx also provided updates on the Executive's Review of Arm's Length Bodies involving all departments. Sponsor department is currently progressing this with no input from the Commission at this stage. Other updates included an ongoing HR issue, correspondence received by the Public Accounts Committee and further legal advice being sought.

Commissioners agreed to complete and return any updates to their Conflict of Interest declarations as soon as possible.

**AP4: CEx to progress instructing counsel to assist with providing assurances to sponsor department.**

**AP5: Commissioners to complete and return any updates to their Conflict of Interest declarations.**

## **5. Charity Services Report**

The Head of Charity Services outlined various aspects of her report. Commissioners discussed and agreed a small change to the registration manual regarding the protocol for updating the Combined List as proposed by Kieran Donaghy and seconded by Séamus Magee.

Commissioners acknowledged the work underway to write to 214 organisations that had failed to respond to invitations to register and welcomed the outcome of communications with HMRC. Its position regarding the impact on Gift Aid following the Court of Appeal judgment (Feb 2020) had been received and information was now published on the Commission's website.

It was noted that clarification had been received from DfC that MLAs are considered office bearers. Correspondence to them that included sharing regulatory information would fall under Section 24 and would have to come to the Schedule 1 committee for a decision following the Court of Appeal judgement in February 2020.

Details of forthcoming training for Commissioners and the Charity Law Association conference were outlined. Commissioners agreed to indicate if they wished to attend.

**AP6: Registration Manual version 16.0 to be implemented.**

**AP7: Commissioners to confirm interest in attending Charity Law conference**

## **6. Compliance & Enquiries Report**

The Head of Compliance & Enquiries introduced her report and highlighted a range of work being progressed by staff. This included a focus on charity closures which it is anticipated, due to the detrimental impact of COVID-19 on a number of charities in NI, the Commission may receive an increase in when the next batch of organisations is called forward to register.

Developments with regard to the Charities SORP (Statement of Recommended Practice) committee were highlighted and work commitments detailed, particularly in relation to the ongoing work of engagement strands.

Work to update the Commission's web site and developing guidance as regards the impact of the Court of Appeal judgment (Feb 2020) on annual reporting requirements was outlined.

Commissioners accepted that on consideration of further advice from counsel, staff have resumed processing the closure of concerns, giving regulatory advice and investigation work.

## **7. Corporate Services Report**

The Head of Corporate Services outlined aspects of his report including recruitment update, work to undertake a second staff survey to gauge the impacts of the pandemic, and information requests impacted by office closure. Details of budget spend and returns for sponsor department were noted.

## **8. Report from Sub-committees**

### **Issues from A&RA**

The Chair of the Audit and Risk Assurance (A&RA) committee updated the Board on the committee's most recent work and highlighted the Department of Finance's Annual Fraud report for information.

#### **a) Minutes 12 May 2020**

The minutes were agreed as proposed by Kieran Donaghy and seconded by Carmel Mullan.

#### **AP8: Minutes of the A&RA committee meeting on 12 May 2020 to be published**

#### **b) Risk Register**

The Chair outlined consideration of the register by the A&RA committee and took assurance from its independent member Caron Alexander on ICT related risks. Following discussion it was agreed to maintain the current risk ratings as proposed by Hugh McKeag and seconded by Séamus Magee.

#### **c) Finance Procedures**

The Head of Corporate Services introduced the outcome of the annual review of the procedures. Commissioners discussed a series of proposed changes to reflect new procurement and expenditure approval practices, better facilitate remote working and also developments under the new Partnership Agreement governance model. Plans to move to a risk based approach to use of business cases were noted. Following discussion the revised finance procedures were agreed as proposed by Carmel Mullan and seconded by Hugh McKeag.

#### **AP9: Revised Finance procedures (version 12.0) to be implemented**

#### **d) Raising a concern about the Commission Policy**

The CEx introduced proposals to develop the previous Whistleblowing policy (version 2.0) in line with good practice issued by the Northern Ireland Audit Office. This included expanding the scope of the policy to include members of the public, appointing a Commissioner to have oversight of the policy and new processes to enable issues to be raised and assessed. Following discussion the policy was agreed as proposed by Hugh McKeag and seconded by Séamus Magee.

The Board accepted implementation of this new broader approach should be kept under review and the Human Resources Committee should monitor the staff implications as part of its work. It was noted the Chief Commissioner had indicated her willingness to nominate a Commissioner to undertake the Commissioner oversight role and CEx undertook to collate available information to produce a brief role description for this.

**AP10: Chief Commissioner to nominate a Board member to undertake the oversight role.**

**AP11: CEx will collate information on the oversight Commissioner role.**

**e) Report to Those Charged with Governance**

It was noted this was a very positive report by the Northern Ireland Audit Office reflecting an overall clean audit with no recommendations. The report included reference to the Court of Appeal judgment (Feb 2020) and the view of the Comptroller & Auditor General on regularity of expenditure in light of this.

**f) Business Continuity Plan incident update**

The Head of Corporate Services highlighted current challenges in maintaining remote working and responded to a series of Commissioner queries. The draft COVID-19 Recovery Plan was noted, including links to relevant Executive restrictions and public health guidance which the Commission was adhering to.

**Schedule 1 Minutes**

- a) 5 June 2020
  - b) 19 June 2020
  - c) 3 July 2020
  - d) 17 July 2020
  - e) 28 July 2020
  - f) 7 August 2020
  - g) 21 August 2020
- All noted

**9. Policies and processes**

The Chief Commissioner re-joined the meeting at 11.40am

**a) Draft Strategic Plan 2020-23**

The CEx introduced the context to the plan and actions to address the outworking of the Court of Appeal judgment (Feb 2020) and the long term implications of the pandemic. Commissioners discussed strategic focus to address older casework applications and agreed to rebalance this with registration.

Following discussion, the Board recognised the extreme uncertainties in which planning was undertaken and that the budgeting exercise was completed to sponsor department's timescale and parameters. This included assuming no further additional resourcing to address new risk issues such as safeguarding in the sector. The draft plan was agreed, subject to minor amendment, as proposed by Kieran Donaghy and seconded by Hugh McKeag.

**AP12: Draft Strategic Plan 2020-23 to be finalised and submitted to sponsor department for approval.**

**b) ICT Strategy 2020-23**

The Head of Corporate Services briefed Commissioners on the strategy content and assumptions. The Chair of the A&RA committee noted an earlier draft had been considered at length and the aims welcomed at a recent meeting. A series of queries regarding operation of shared services and the strategic Information & Communication Technology (ICT) development agenda of other charity regulators were discussed. The strategy was agreed subject to amendment as proposed by Carmel Mullan and seconded by Séamus Magee.

**AP13: Draft ICT strategy to be finalised and implemented.**

**c) Review of Schedule 1 Committee**

Commissioners agreed the need for a private discussion on the thirteen recommendations within the paper prior to making any decision(s).

Staff left the meeting at 12.05pm.

Commissioners considered the various recommendations put forward by the Executive. The main issue of concern to Commissioners related to recommendation 4.7 – that the frequency of meetings move from fortnightly to monthly.

Commissioners considered the following issues in relation to this recommendation – public confidence in the decision making process; impact on staff and their workload; other work priorities; impact on Commissioners, particularly the volume of work associated with preparation for a meeting; the need for Commissioners to maintain a level of knowledge needed to make decisions and whether or not the new arrangement would be more productive.

Staff returned to the meeting at 12.35 pm.

Each of the recommendations were individually considered and accepted, subject to 4.7 being trialled until Christmas and reviewed again, as proposed by Nicole Lappin and seconded by Kieran Donaghy.

**AP14: Monthly SCH 1 committee meetings to be trialled until Christmas and then reviewed.**

Carmel Mullan left the meeting at 12.40pm

**d) Scheme of Board and Management Responsibilities**

Commissioners were asked to review the existing Scheme. Until the Minister's response to the Court of Appeal judgment (Feb 2020) is known it was agreed to maintain the current framework as proposed by Nicole Lappin and seconded by Hugh McKeag.

**e) Half-yearly assurance statement**

It was noted the A&RA committee had reviewed the statement and all comments provided by Commissioners were reflected in the statement which was agreed as proposed by Hugh McKeag and seconded by Séamus Magee.

**f) Report of Board Effectiveness self-assessment exercise**

The CEx outlined details of the exercise which was undertaken earlier in the year and was covered in a previous update. Commissioners noted the full report which included progress on previous action items. Details of the latest assessment scores which were all above the threshold for any action were recorded. Plans for a process involving an external facilitator next year were noted.

**g) MSFM compliance review**

Noted

**h) Legal update**

Noted

**10. Issues for next meeting**

Issues proposed for the next meeting were noted.

**11. AOB**

Commissioners undertook to complete their assessments of the meeting and return forms shortly. Following a suggestion it was agreed to set up a video conference social event for Board members facilitated by the Chair.

**AP15: Commissioners to complete meeting assessments forms**

**AP16: Chair to facilitate a video conference social event.**

Meeting ended at 1.10 pm

### Register of Outstanding Action Points

<b>Board Meeting and Action Point Number</b>	<b>Date Raised</b>	<b>Agenda Item</b>	<b>Action</b>	<b>Owners</b>	<b>Status</b>
84(1)	28/09/2020	1	Minutes of Board Meeting No 83 to be published on CCNI website.	HCorpS	Completed
84(2)	28/09/2020	3	Chief Commissioner to arrange a meeting to update Commissioners on forthcoming meetings with various correspondents.	Chief Comm	Underway
84(3)	28/09/2020	3	Template to be circulated and Chief Commissioner to progress Board assessments with Commissioners.	HCorpS	Underway
84(4)	28/09/2020	4	CEx to progress instructing independent counsel to assist with providing assurances to sponsor department.	CEx	Completed
84(5)	28/09/2020	4	Commissioners to complete and return any updates to their Conflict of Interest declarations.	Comms	Underway
84(6)	28/09/2020	5	Registration Manual version 16.0 to be implemented.	HCS	Underway
84(7)	28/09/2020	5	Commissioners to confirm interest in attending Charity Law conference	Comms	Completed
84(8)	28/09/2020	8a	Minutes of the A&RA committee meeting on 12 May 2020 to be published	HCorpS	Completed
84(9)	28/09/2020	8c	Revised Finance procedures (version 12.0) to be implemented	HCorpS	Underway
84(10)	28/09/2020	8d	Chief Commissioner to nominate a Board member to undertake the oversight role.	Chief Comm	Underway

84(11)	28/09/2020	8d	CEx will collate information on the oversight Commissioner role.	CEx	Completed
84(12)	28/09/2020	9a	Draft Strategic Plan 2020-23 to be finalised and submitted to sponsor department for approval.	HCorpS	Underway
84(13)	28/09/2020	9b	Draft ICT strategy to be finalised and implemented.	HCorpS	Underway
84(14)	28/09/2020	9c	Monthly SCH 1 committee meetings to be trialled until Christmas and then reviewed.	HCS	Underway
83 (3)	22/06/2020	3	Chief Commissioner to write letter to Minister Hargey wishing a speedy recovery	Chief Comms	Completed
83 (5)	22/06/2020	7	Staff survey on Covid-19 contingency and support arrangements to be repeated in September	HCorpS	Completed
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
83 (9)	22/06/2020	9a	Signed annual report and accounts to be laid at the Assembly.	HCorpS	Completed
83 (10)	22/06/2020	9a	RTTCWG to be circulated to Commissioners.	HCorpS	Completed
83 (12)	22/06/2020	9b	Existing three year strategic plan to be reviewed and extended.	HCorpS	Completed
83 (17)	22/06/2020	11	Board to take stock of HR Committee remit as regards appraisal, training and remuneration in quarter 4.	HCorpS	Completed
82 (2)	18/05/20	8b	A&RA Committee to revisit the asset policy as part of its annual review of the finance procedures.	HCorpS	Completed
79 (8)	27/01/2020	9d	Development of CSR strategy to be included in 2021/22	HCorpS	Underway

73 (2)	13/05/19	4	CEx to arrange Fundraising Regulator briefing for all Commissioners and Staff	CEx	Underway
73 (8)	13/05/19	9(d)	Research strategy to include a baseline and evaluation of comms work	HCS	Underway
56-12	12/12/16	18	MOU with CRA to be drafted	HCS	Underway