



Minutes of Board Meeting No. 81 held partly on Tuesday 31 March 2020 at 9:30am by video conference, adjourned and reconvened on Wednesday 8 April 2020 at 2:00pm by video conference.

Present:

Nicole Lappin, Chief Charity Commissioner
Gerard McCurdy, Deputy Chief Charity Commissioner
Kieran Donaghy, Charity Commissioner
Carmel Mullan, Charity Commissioner
Hugh McKeag, Charity Commissioner
Séamus Magee, Charity Commissioner
Steven Cockcroft, Charity Commissioner

In Attendance:

Frances McCandless, Chief Executive
Aubrey McCrory, Head of Corporate Services
Punam McGookin, Head of Charity Services
Myles McKeown, Head of Compliance & Enquiries
Rachel Harrison, Board Apprentice

Apologies: None

The Chair welcomed everyone to the meeting noting it was being held by video conference for the first time.

1. a) Minutes of Meeting No 79 - 27 January 2020

Following discussion the minutes of the meeting held on 27 January 2020 were agreed as a true and correct record subject to minor amendment, as proposed by Séamus Magee and Carmel Mullan.

AP1: Minutes of Board Meeting No 79 to be published on CCNI website.

b) Minutes of extraordinary meeting No 80 - 10 March 2020

Following discussion the minutes of the meeting held on 10 March 2020 were agreed as a true and correct record, subject to minor amendment as proposed by Gerald McCurdy and seconded by Stephen Cockcroft. The CEx provided an update on various items in the action list and undertook to

circulate a paper prepared to help inform the various options the Department for Communities were considering on foot of the Court of Appeal judgement.

AP2: Minutes of Board Meeting No 80 to be published on CCNI website

AP3: Head of Charity Services to circulate paper prepared for Department for Communities

2. Conflicts of Interest

No conflicts of interest were noted.

3. Chair's Business, Correspondence and Meetings

The Chair noted that this would be Myles McKeown's last meeting and thanked him for his contribution to the Commission. Details of the recent recruitment exercise for the Head of Compliance & Enquiries position and the high calibre of applicants attracted were outlined. The Chair thanked other members of the panel for their input and looked forward to Sarah Finnegan taking up the post shortly. Thanks were expressed to Board members involved in dealing with a number of recent and ongoing complaints about service. Commissioners were reminded of the need to complete expenses forms before year end.

AP4: Commissioners to submit outstanding expenses claims before year end.

4. Chief Executive's Report

The CEx introduced her report, and highlighted steps being taken to manage business continuity in light of COVID-19 pandemic. Details were outlined of remote working capability, assessment of risks and potential for staff to be reassigned to work with sponsor department on responses to the pandemic's impact on the charity sector. Commissioners discussed the prospect that charities may respond to the situation in ways that were outside their purposes and the steps to coordinate with other regulators to support the sector with advice and guidance to assist in these unfolding extraordinary circumstances.

The CEx underlined sponsor department had been advised of a shortfall in registrations, due to the operation of Schedule 1 committees being more labour intensive, and that the registration business plan target would not be met. As the Board self-assessment revealed Commissioners had no areas scoring below 3 it was accepted there was no need for an action plan to be developed at this time. The CEx undertook to prepare a more detailed report on scores/comments at a later date. A series of meetings held before the lockdown were outlined.

New arrangements for Schedule 1 committee operation by video conference were noted. It was agreed to amend Board standing orders to reflect that when it cannot meet in person, meetings will occur by video/conference call and that involvement of Commissioners in decisions by exception be removed, as proposed by Gerard McCurdy and Kieran Donaghy.

AP5: CEX to amended Board standing orders and ensure publication on the Commission's web site

5. Charity Services Report

The Head of Charity Services outlined various aspects of her report. Following discussion and a number of queries, the Board agreed an addition to the registration manual relating to requests from charities for a fresh registration decision in light of the Court of Appeal judgment. This would allow use of existing information held by the Commission which the applicant has confirmed is up to date and/or provision of new information if it is not to support the decision making process, as proposed by Kieran Donaghy and seconded by Séamus Magee.

In order to facilitate any requests for changes to purposes it was agreed that in an emergency the process could be undertaken on paper involving three Commissioners in the current pandemic circumstances. It was also agreed to suspend the decision review aspect of various manuals in light of the Court of Appeal judgement, as proposed by Gerard McCurdy and seconded by Hugh McKeag.

Commissioners discussed the sharing of information on registration decision making with HMRC. Following discussion, it was agreed the Commission would release information that was otherwise publicly available to HMRC, as proposed by Stephen Cockcroft and seconded by Séamus Magee.

Updates were given on plans for legal support to Schedule 1 committees, staffing, current casework and work by Health Trusts to amalgamate trusts and legacies. Stephen Cockcroft declared a conflict of interest in relation to his employer and the Odyssey Trust.

AP6: Amendments to be made and registration manual version 15.0 to be implemented going forward

6. Compliance & Enquiries Report

The Head of Compliance & Enquiries introduced his report with the Board noting various points including a delay in publishing a Statutory Enquiry report in the current circumstances.

Commissioners underlined that charities do not have to submit serious incident reports or inform the Commission if they are suspending activities in the present pandemic circumstances.

7. Corporate Services Report

The Head of Corporate Services outlined aspects of his report including business plan performance and budget spend. A series of queries regarding the Business Continuity Plan were addressed. Arrangements for staff to produce year end accounts remotely were outlined and Commissioners noted a number of risks to the timetable. Plans to liaise with NIAO regarding audit field work were accepted.

8. Reports from Subcommittees

Issues from A&RA committee

a) Minutes of A&RA Meeting 19 November 2019

The Chair introduced the minutes of meeting No 42 which were agreed as a true and correct record, subject to minor amendment, as proposed by Carmel Mullan, and seconded by Séamus Magee.

AP7: Minutes of 19 November 2019 to be published.

b) Draft minutes of meeting

The Chair gave an update on the 3 March 2020 committee meeting attended for the first time by the new independent member Caron Alexander. In light of recent Audit Committee training, it was agreed to revisit plans to look at the role in decision making of Commissioners and those who were also members of the A&RA committee. In the meantime the Chair outlined the initial view that, whilst not ideal that Commissioners should carry out both roles, the practicalities of the situation are manageable.

AP8: Draft minutes from most recent meeting to be brought to Board for adoption once agreed by A&RA.

Schedule 1 Committee

a) Minutes of recent Schedule 1 meetings

Minutes of meetings on 29 November 2019, 20 January 2020 and 27 January 2020 were noted.

9. Policies and processes

a) Restitution Proceedings re Victoria Housing Estates

The Head of Compliance & Enquiries provided a briefing and outlined the legal advice in taking proceedings under the Charities Act (Northern Ireland) 2008. Commissioners noted the view of the Attorney General under Section 53 (3) of the Act. Following discussion, Commissioners agreed to take restitution proceedings against Victoria Housing Estates as proposed by Stephen Cockcroft and seconded by Séamus Magee.

AP9: Restitution Proceedings to be progressed

12. AOB

It was agreed SMT would consider how to reduce the impact of Board support on ongoing work.

At 11.30am the Board meeting was adjourned.

The Board meeting reconvened at 2.00pm on Wednesday 8 April 2020 by video conference

The chair welcomed everyone back to the meeting and congratulated the Board Apprentice on her recent Board appointments.

Reports from Subcommittees (resumed)

8. Issues from A&RA committee

c) Risk Register

The Chair of the A&RA committee outlined discussion at the most recent committee meeting of the 2019/20 register and the Board adopted the register as proposed by Gerard McCurdy and seconded by Hugh McKeag.

d) Draft Risk Register 2020/21

The Chair of the A&RA committee introduced the draft 2020/21 risks which were set out at a high level with initial ratings. A series of factors relating to the risks were outlined by various members of SMT. The Board acknowledged that issues relating to the impact of the Court of Appeal judgement on the charity sector and a timely response from sponsor department to enable the Commission to operate effectively would be matters primarily for the department's risk register. The draft risks and initial assessment were adopted as proposed by Stephen Cockcroft and seconded by Séamus Magee.

AP10: Draft risk register to be finalised for consideration at the May Board meeting.

e) A&RA Terms

The Board discussed the review of the Committee's terms of reference and adopted the recommended minor amendments as proposed by Kieran Donaghy and seconded by Carmel Mullan.

f) Review of Risk policy

The chair of the A&RA committee outlined the results of the review and following a series of queries the Board adopted the outcome of the review, and the proposed risk appetite and assurance framework for 2020/21, as proposed by Gerry McCurdy and seconded by Séamus Magee.

g) NIAO Audit strategy

The Board noted the proposed strategy and potential restricting factors arising from the pandemic.

h) Internal Audit first assignment report

The Board noted the areas covered in the assignment, that Internal Audit were reporting without any recommendations and that the A&RA committee was receiving reports with a satisfactory assurance.

9. Policies and processes

b) Complaints Policy

Commissioners discussed the current policy and a review paper in terms of how to respond to complaints in light of experience. Following discussion of various avenues of redress, in particular for individuals that were subject to regulatory action, it was identified that going forward the focus of complaints handling will be on failing to deliver a service in a timescale or to a standard the Commission has set out and on identifying complainants' expectations of redress. It was noted the Commission did not have the resources to deal with a range of issues being complained about and the manner in which they were being raised. Commissioners underlined that unreasonable behaviour and/or vexatious requests should be rejected. A series of amendments to the complaints policy were agreed, as proposed by Kieran Donaghy and seconded by Séamus Magee.

AP11: CEX to amend the Complaints policy and ensure publication

c) Legal Update

The Board discussed the update on ongoing litigation and other legal work. Following recent correspondence and in light of the absence of an indication on the way forward following the Court of Appeal ruling from the sponsor Department, the Board reaffirmed its approach to ongoing appeals as outlined at the extraordinary Board meeting on 9 March 2020, as proposed

by Stephen Cockcroft and seconded by Gerard McCurdy. Following a query the CEx confirmed all parties entered into cost agreements in relation to related cases.

d) Hospitality register

Noted

10. Issues for next meeting

Issues proposed for the next meeting were noted.

11. Evaluation of Meeting

Current video conference arrangements were operating effectively.

12 AOB

CEx updated on a recently received budget allocation letter from sponsor department and noted a revised draft budget for 2020/21 would be brought forward.

It was agreed to issue a letter of support to the sector in the current pandemic from the Chair and Commissioners on the Commission's web site.

In terms of additional messaging to the sector in light of the court judgements, Commissioners agreed to develop a form of words either by correspondence or at the next meeting.

AP12: Commissioners to develop a form of words to enable additional information to the sector.

Meeting ended at 4.00 pm

Register of Outstanding Action Points

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status
81 (1)	31/03/20	1a	Minutes of Board Meeting 79 to be published on CCNI website.	HCorpS	Complete
81 (2)	31/03/20	1b	Minutes of Board Meeting 80 to be published on CCNI website.	HCorpS	Complete
81 (3)	31/03/20	1b	Head of Charity Services to circulate paper prepared for Department of Communities.	HCS	Complete
81 (4)	31/03/20	3	Commissioners to submit outstanding expense claims before year end.	Commissioners	Underway
81 (5)	31/03/20	4	CEx to amend Board standing orders and ensure publication on CCNI website.	CEx	Complete
81 (6)	31/03/20	5	Amendments to be made and registration manual version 15.0 to be implemented going forward.	HCS	Underway
81 (7)	31/03/20	8a	Minutes of A&RA meeting 19 November 2019 to be published on CCNI website.	HCorpS	Complete
81 (8)	31/03/20	8b	Draft minutes from most recent A&RA meeting to be brought to Board for adoption once agreed by A&RA.	HCorpS	Underway
81 (10)	31/03/20	8d	Draft risk register to be finalised for consideration at the May board meeting.	HCorpS	Complete
81 (9)	31/03/20	9a	Restitution proceedings to be progressed.	HC&E	Underway
81 (11)	31/03/20	9b	CEx to amend the complaints policy and ensure publication	CEx	Complete
81 (12)	31/03/20	12	Commissioners to develop a form of words to enable	Commissioners	Underway

			additional information to the sector.		
80 (1)	10/3/20	3	Commission to write to Attorney General requesting views.	CEX	Complete
80 (2)	10/3/20	3	Amended criteria for prioritising cases for Schedule 1 committee to be implemented.	SMT	Complete
80 (3)	10/3/20	4	Identify new date for Board Residential and Governance training.	CEX	Underway
79 (4)	27/01/2020	5	Changes to be made to 2020/21 draft Business Plan registration target.	HCS	Complete
79 (5)	27/01/2020	5	Agreed amendments to Closures Manual to be implemented in version 3.0 going forward.	HCS	Underway
79 (6)	27/01/2020	9b	Communication Officer to set up new social media presence and train users.	Comms Officer	Complete
79 (7)	27/01/2020	9b	Agreed amendments to Social Media policy to be implemented in version 2.0 going forward.	Comms Officer	Complete
79 (8)	27/01/2020	9d	Development of CSR strategy to be included in 2021/22	HCorps	Underway
79 (9)	27/01/2020	9f	Commissioners to complete self-assessment forms by 20 February and discuss results at March Board residential	CEX	Complete
78 (4)	12/12/19	8	Draft minutes from most recent A&RA meeting to be brought to Board for information	HCorpS	Complete
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