

**Minutes of Board Meeting No. 112 held on Monday 20 May 2024
at Marlborough House, Craigavon.**

Present:

Gerard McCurdy - Chair (Chief Commissioner)
Alan Hunter, Charity Commissioner
Hugh McKeag, Charity Commissioner
Patricia Kelly, Legal Commissioner

In Attendance:

Frances McCandless, Chief Executive
Punam McGookin, Head of Charity Services
Rossa Keown, Head of Compliance and Enquiries
Aubrey McCrory, Head of Corporate Services
David McGurk, Minutes
Ian Croskery, Finance and Admin Manager - item 6b
Maeve Curley (Boardroom Apprentice)

Apologies:

Kieran Donaghy, Charity Commissioner

The meeting commenced at 9.30am and the Chair welcomed everyone to the meeting.

1. Minutes of Board Meeting 111, 25 March 2024

Following discussion, the minutes of the Board Meeting held on 25 March 2024 were agreed as a true and correct record as proposed by Hugh McKeag and seconded by Alan Hunter. The Board noted the progress of the Action Points from the last meeting as highlighted by the Chief Executive.

In light of two Board positions being unfilled it was agreed to temporarily reduce the Board quorum to three as proposed by Alan Hunter and seconded by Patricia Kelly.

AP1: Minutes of Board Meeting No 111, 25 March 2024 to be published on CCNI website.

AP2: Board procedures to be revised to reflect temporary change to quorum.

2. Conflicts of Interest

Hugh McKeag noted a potential perceived conflict in relation to the charity Green Pastures, which was mentioned in a paper for information.

3. Chair's Business, Correspondence and Meetings

The Chair updated the Board on recent meetings and correspondence, highlighting discussions with John Smith from Department for Communities (DfC) following up on the Board's meeting with the Permanent Secretary in January. The Board noted a meeting with the Minister is to be arranged and

DfC have confirmed receipt of the Chair's letter regarding indemnity. Correspondence regarding data security and assurance was highlighted. The Chair outlined progress on appointment of a deputy Chief Commissioner and arrangements to replace Terry McGonigal following his recent resignation. The Board recorded their thanks to Terry for all his work during his time as a Commissioner.

4. Chief Executive's Report

The Chief Executive introduced her report giving an update on developments since the last meeting. Following discussion, the Board approved minor amendments to the Memorandum of Understanding (MOU) with His Majesty's Revenue & Customs (HMRC) as proposed by Hugh McKeag and seconded by Patricia Kelly.

AP3: Revised MOU with HMRC to be implemented.

5. Policies and Processes

a. Annual report text

The Chief Commissioner introduced the draft text and a number of queries were noted. The Board commended staff on the large amount of work achieved during 2023-24 as reported in the text. The Board agreed the draft text for submission to external audit as proposed by Hugh McKeag and seconded by Patricia Kelly, noting a final draft would come to the June meeting.

AP 4: Draft annual report text to be submitted to audit.

AP 5: Finalised annual report text to be included in June Board agenda.

b. Update Privacy Statement

The Head of Charity Services introduced the paper and following discussion changes to reflect usage for research purposes were agreed as proposed by Hugh McKeag and seconded by Alan Hunter.

AP 6: Updated privacy statement to be published on the website and communicated to data subjects.

AP 7: Organisational arrangements for ensuring data opt out to be confirmed.

c. Options for MOU with Fundraising Regulator

The Head of Charity Services introduced the paper and highlighted legal advice received. Following discussion, the Board agreed to revise the MOU with the Fundraising Regulator as proposed by Alan Hunter and seconded by Patricia Kelly.

AP8: Revised MOU with Fundraising Regulator to be implemented.

d. Board effectiveness action plan and committee structure

The Chief Executive introduced the action plan and a number of queries were addressed. The Board agreed to progress the plan at this time, with the exception of changing committee structures, as proposed by Hugh McKeag

and seconded by Patricia Kelly. It was noted the September Audit & Risk Assurance Committee meeting would consider the Finance procedures including arrangements for post project evaluation.

AP 9: Board effectiveness review action plan to be amended and progressed.

AP 10: Further consideration to be given to changing committee roles and structures following scheme of delegation.

e. Comms and engagement update

The Head of Charity Services introduced the update highlighting various aspects of progress which were noted by the Board and welcomed.

f. Stakeholder forum update

The Head of Charity Services introduced the update and Commissioners noted further positive feedback from the sector. In light of the pending general election, it was agreed to ensure electoral guidance was updated ready for circulation and to engage with Electoral Commission on communications activities.

AP 11: Electoral guidance for charities to be prepared for circulation and staff to engage with Electoral Commission on communications.

6. Reports from Committees

Audit and Risk Assurance Committee

a. Minutes of meeting No 60 – 14 May 2024

Following discussion, the minutes of the Audit and Risk Assurance (A&RA) meeting held on 14 May 2024 were approved for publication, as proposed by Alan Hunter and seconded by Hugh McKeag.

AP 12: Minutes of A&RA Committee No 60 – 14 May 2024 to be published on the website.

The Finance and Admin Manager joined the meeting at 10.45am

b. Draft Accounts 2023-24

The Chair welcomed Ian Croskery, Finance and Admin Manager, to the meeting. The Finance & Admin Manager introduced the draft accounts and outlined the basis of the accounts preparation. An overview of the financial position and cash flows, and detailed expenditure and supporting notes was given including the staff remuneration report as currently prepared. A number of queries were addressed, and the Board thanked the Finance and Admin Manager and staff for their work on the draft accounts which were agreed for submission to external audit, as proposed by Hugh McKeag and seconded by Alan Hunter.

AP 13: Draft accounts to be submitted for external audit.

The Finance and Admin Manager left the meeting at 11.00am

c. Draft Governance Statement

The Chief Executive introduced the draft Governance Statement, which was discussed and agreed by the Board as proposed by Alan Hunter and seconded by Hugh McKeag.

AP 14: Draft governance statement to be submitted for external audit.

d. Draft 2024/25 Corporate Risk Register

The Head of Corporate Services introduced the draft register noting the updated risks related to delivery of the 2024/25 business plan. The Chair of the A&RA Committee outlined recent discussion, and the Board agreed to adopt the new register, subject to amendment of the rating of risk four to 3,3, as proposed by Alan Hunter and seconded by Hugh McKeag.

AP15: Corporate Risk Register to be adopted following amendment

e. Internal Audit Annual Report & Opinion 2023/24

The Chair of the A&RA Committee introduced the report noting the overall satisfactory assurance for the year with only three minor recommendations. Positive comments from the Head of Internal Audit on the Commission's approach and culture were noted.

f. Internal Audit second assignment 2023-24

The Chair of the A&RA Committee introduced the second assignment report which included a satisfactory rating and one priority two recommendation, which was noted by the Board.

g. A&RA Committee Annual Report

The Chair of the A&RA Committee introduced the report highlighting the various areas covered and thanked staff for their assistance in its preparation. The Board noted the committee's assurances on governance.

Schedule 1 Decisions

h. Three Commissioners Committee

Note of Schedule 1 Committee – 15 March 2024

Decisions were noted.

Note of Schedule 1 Committee – 12 April 2024

Decisions were noted.

i. Commissioner Registration Decisions

Note of Schedule 1 Sole Commissioner – 22 March 2024

Decisions were noted.

Note of Schedule 1 Sole Commissioner – 19 April 2024

Decisions were noted.

Note of Schedule 1 Sole Commissioner – 17 May 2024

Decisions were noted.

7. Charity Services Report

The Head of Charity Services introduced the report and outlined details of a request for decision review. Following discussion, the Board agreed the recommended approach as proposed by Patricia Kelly and seconded by Hugh McKeag. In relation to the development of a banking tool for the charity sector by UK Finance, it was agreed to allow the use of the Commission's logo under a licence agreement as proposed by Alan Hunter and seconded by Hugh McKeag.

AP16: Outcome of decision review consideration to be communicated to applicants.

AP 17: Progress licence agreement with UK Finance in relation to use of Commission logo in connection with charity sector banking app.

8. Compliance and Enquiries Report

The Head of Compliance and Enquiries introduced the report and highlighted year end performance of the charity sector in terms of compliance rates. High profile and notable cases were outlined to the Board.

9. Corporate Service Report

The Head of Corporate Services introduced the report and, following discussion, the Board agreed the 2024/25 budget approach including carrying forward 2023/24 staff expenditure assumptions in light of budget constraints as proposed by Alan Hunter and seconded by Hugh McKeag. Progress against Business Plan targets and actions at year end and implementation of Independent Review priority recommendations was welcomed.

10. Issues for next meeting

The Chair noted the following items to be included at the next meeting on 24 June 2024:

- Annual Report and accounts
- Annual review of Board Operating Framework, Code of Conduct, Standing Orders
- CEx performance objectives
- Annual progress report to ECNI
- Legal update
- Update on Policy Development Plan
- Scheme of delegation - TBC
- Final budget and 2024/25 business plan - TBC

11. AOB

The Board noted that Caron Alexander would be attending the next Board meeting in June as an observer.

Meeting ended at 12.15 pm

A risk workshop followed the Board meeting.

Register of Outstanding Action Points

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status (target)
112(1)	20/05/2024	1	Minutes of Board Meeting No 111, 25 March 2024 to be published on CCNI website.	Comms	Complete
112(2)	20/05/2024	1	Board procedures to be revised to reflect temporary change to quorum.	CEx	Complete
112(3)	20/05/2024	4	Revised MOU with HMRC to be implemented.	CEx	Complete
112(4)	20/05/2024	5a	Draft annual report text to be submitted to audit.	HCorpsS	Complete
112(5)	20/05/2024	5a	Finalised annual report text to be included in June Board agenda.	FAM	Complete
112(6)	20/05/2024	5b	Updated privacy statement to be published on the website and communicated to data subjects.	HoCS	Publication element complete
112(7)	20/05/2024	5b	Organisational arrangements for ensuring data opt out to be confirmed.	HoCS	Ongoing Q1 24/25
112(8)	20/05/2024	5c	Revised MOU with Fundraising Regulator to be implemented.	HoCS	Ongoing Q1 24/25
112(9)	20/05/2024	5d	Board effectiveness review action plan to be amended and progressed.	HCorps	Ongoing Q1 24/25

112(10)	20/05/2024	5d	Consideration to be given to changing committee roles and structures following scheme of delegation.	CEx	Ongoing Q1 24/25
112(11)	20/05/2024	5f	Electoral guidance for charities to be prepared for circulation and staff to engage with Electoral Commission on communications.	Policy	Complete
112(12)	20/05/2024	6a	Minutes of A&RA Committee No 60 – 14 May 2024 to be published on the website.	Comms	Complete
112(13)	20/05/2024	6b	Draft accounts to be submitted for external audit.	FAM	Complete
112(14)	20/05/2024	6c	Draft governance statement to be submitted for external audit.	CEx	Complete
112(15)	20/05/2024	6d	Corporate Risk Register to be adopted following amendment.	HCorps	Complete
112(16)	20/05/2024	7	Outcome of Board’s decision review consideration to be communicated to applicants.	HoCS	Complete
112(17)	20/05/2024	7	Progress licence agreement with UK Finance in relation to use of Commission logo in connection with charity sector banking app.	HoCS	Ongoing Q1 24/25
105(5)	15/05/2023	5b	Monitoring and Compliance Manual to be updated with four new compliance failure themes and related scenarios	HC&E	Ongoing (Q1 23/24)
105(7)	15/05/2023	5e	Option 2 to phase out the Combined list to be progressed	HChS	Complete
104(2)	27/03/2023	3	Litigation to be progressed in line with legal advice.	CEx	Ongoing (Q2 23/24)
104(4)	27/03/2023	3	Commission to write to Assembly Communities Committee members regarding future plans.	Comms	Complete

104(7)	27/03/2023	5a	Amendments to be made to values and Consultation Feedback Report prior to publication.	Policy Manager	Ongoing (Q2 23/24)
104(10)	27/03/2023	5c	Further training on equality for staff and Commissioners to be arranged.	HCorpsS	Ongoing (Q2 23/24)
104(18)	27/03/2023	6f	Draft HR Committee minutes to be circulated for agreement by correspondence going forward and brought to subsequent Board meeting.	HCorpS	Complete
104(19)	27/03/2023	6h	Hybrid working pilot to be extended by 6 months	HCorpsS	underway (Q3 23/24)
104(22)	27/03/2023	7	Publication policy version 7.0 to be implemented going forward	HChS	Complete
102 (8)	19/12/2022	5e	A review of accommodation to be undertaken in early 2023.	HCorpS	Complete
102 (9)	19/12/2022	5e	Resource returns and a strategic resource business case to be prepared and submitted to sponsor team based on option 3.	HCorpS	Underway (Q4-22/23)
102 (10)	19/12/2022	5f	Action plan including disposal schedule to be implemented.	HCorpS	Underway (Q4-22/23)
100(10)	26/09/2022	6d	Risk Workshop to be planned for later this year or early next year.	HCorpS	Complete
99 (8)	27/06/2022	5d	Identify unit cost of registrations	HChS	Complete
98 (7)	16/05/2022	5e	Training in complaint handling and dealing with trauma to be arranged.	CEx/ HCorpS	Trauma element Complete
94 (3)	15/11/21	5a	Corporate Social Responsibility policy to be developed as part of the next strategic planning process.	HCorpS	Ongoing (Q4-23/24)
90(8)	17/05/21	5d	Impact of the Stakeholder Forum to be measured via the Research Strategy.	HChS	Ongoing (Q4-23/24)
90(10)	17/05/21	6b	Information on other regulators' risk register approaches to be collated for Board risk workshop.	HCorpS	Complete