



Minutes of Board Meeting No. 92 held on Monday 27 September 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
Paddy Kelly, Legal Commissioner

In Attendance:

Frances McCandless, CEx
Punam McGookin, Head of Charity Services
Rossa Keown, Head of Compliance & Enquiries
Aubrey McCrory, Head of Corporate Services
Alice Campbell, Minutes
Maria Curry, Boardroom Apprentice

Apologies:

Carmel Mullan, Charity Commissioner

The Chair welcomed everyone to the meeting and in particular Rossa Keown who has taken up the post as Head of Compliance and Enquiries and Maria Curry in her role as Boardroom Apprentice.

1. Minutes of Board Meeting 91, 28 June 2021

Following discussion the minutes of the Board Meeting held 28 June 2021 were agreed as a true and correct record, as proposed by Kieran Donaghy and seconded by Gerard McCurdy.

AP1: Minutes of Board Meeting No 91, 28 June 2021 to be published on CCNI website.

2. Conflicts of Interest

No conflicts were noted however the Chair advised that should a potential conflict arise, it may be declared at an appropriate time during the meeting.

3. Chair's Business, Correspondence and Meetings

The Board noted the Chair and CEx had recently given evidence to the Communities Committee, and had also met the Ministerial Review panel. Following discussion of the panel's work it was agreed the Chair would write to clarify steps in publication of their review report.

The Chair highlighted that discussion of Commissioner remuneration with the sponsor department was continuing. She also reported on progress of Commissioner appraisals and her own recent appraisal with the sponsor department. An update on the status of a complaint was provided.

The Chair indicated she would be attending the forthcoming Charity Law conference and noted attendance at the CO3 conference and input to delivery of a four week course on Charity law at Queen's University Belfast with one of the Commission's Legal team.

A briefing on the recent Stakeholder forum meeting was provided including discussion of Helper Group training. The Chair encouraged Commissioners to attend similar events to raise the profile of Commissioners in the sector.

AP2: Chair to write to sponsor department to clarify next steps pre-publication of report and fact checking opportunities in review of Charity regulation.

4. Chief Executive's Report

The contents of the report were noted. The Chief Executive (CEX) highlighted that attaining the Business Plan registration target was at risk because of a range of factors. However, Commissioners noted ongoing discussions with sponsor department regarding implementing a streamlined registration pilot programme in the second half of the year to address this risk and provide efficiencies. The Board agreed to hold an additional meeting in the coming weeks to consider changes to the registration process and decision-making processes as part of a pilot. Commissioners agreed that proper core funding is essential to meet the Commission's needs going forward if registration is to be progressed in a timely way.

Commissioners welcomed a proposed joint planning meeting with the sponsor department once Ministerial review outcomes were known.

AP3: Additional Board meeting to be scheduled in the coming weeks.

5. Policies and Processes

a. Discussion of compensation claim

It was noted a pre letter of claim had been received from a number of former members of a charity and that additional legal advice had been requested and would be available in the coming weeks. The Board noted that, as an Arm's Length Body, the Commission would not be in a position to respond to any claim and involvement with sponsor department and the Department of Finance in any decision. It was agreed to include this as an agenda item on the additional Board meeting agreed under item 4.

AP4: Additional Board meeting agenda item to include legal advice on compensation claim.

b. MOU with DfC Housing Regulator

The CEx introduced the paper and draft Memorandum of Understanding (MOU). Following discussion, Commissioners identified amendments to timeframes and clarification of decision-making procedures. The CEx agreed to circulate an updated version of the MOU for Commissioners to agree by correspondence. It was agreed that existing MOUs would be reviewed to ensure current decision-making procedures are adequately reflected.

AP5: Amended MOU with DfC Housing Regulator to be circulated to Commissioners for agreement.

AP6: Exiting MOUs to be reviewed.

c. Analysis of Charities Bill

Further to the update under item 3, Commissioners discussed the analysis and noted potential issues going forward including costs for work arising from changes to manuals, guidance, communications and IT systems and how any amendments might be brought into effect.

d. Report by Independent Counsel

The Board discussed an updated report and the views which independent Counsel had provided. Commissioners were advised the report was now finalised and following discussion of provision of assurances to sponsor department, it was agreed to further deliberation on the report and an action plan containing report recommendations at the November Board meeting.

It was agreed to share the Executive Summary with the Ministerial review team (with redaction of confidential and personal information) as proposed by the Chair and seconded by Hugh McKeag.

After further consideration it was agreed to liaise with Counsel regarding provision of a high level summary of Section 7 which could be shared with those involved, and that a communications plan would be developed to update those who had been involved in the review process and inform the charity sector as proposed by Nicole Lappin and seconded by Kieran Donaghy. Commissioners expressed the desire to be as transparent as possible and agreed to decide specific arrangements for publication of the Executive Summary and contact with those who participated by correspondence as soon as possible, after liaison with sponsor department.

AP7: Executive summary in redacted form to be shared with Ministerial Review panel.

AP8: Chair to liaise with Counsel re provision of a high level summary of Section 7 of their report for sharing with others.

AP9: CEx to liaise with sponsor department about plans to publish aspects of the report and develop of a communications plan for Board agreement.

Addendum 29 September 2021

Although the Board noted the report received was final, subsequent to the meeting Independent Counsel informed the Chair they wished to make further editorial changes. The final report was received on 1 October 2021.

e. Review of MSFM

The review was noted.

f. Update on Board action plan arising from Effectiveness Review

Progress against the action plan was noted.

g. Verbal feedback on first meeting of stakeholder forum.

The Deputy Chair provided feedback on the event and Commissioners welcomed the significant level of engagement and the aim of scheduling future quarterly stakeholder forum meetings in advance of Board meetings.

AP 10: Future stakeholder forum meetings to be scheduled in advance of Board meetings.

6. Reports from sub-committees

HR Committee

The chair of the HR committee, Gerard McCurdy, gave an update on the most recent meeting.

a) Minutes 17 February 2021

The minutes were agreed as proposed by Kieran Donaghy and seconded by Hugh McKeag.

AP 11: Minutes of HR Committee 17 February 2021 to be published.

b) Review of Committee Terms of Reference

The amended terms were discussed and agreed as proposed by Hugh McKeag and seconded by Nicole Lappin.

AP 12: Revised terms of reference to be published.

c) HR Policy development Staff Handbook Section 6

1. Child Protection
2. Inefficiency Sickness
3. Inefficiency Performance

The policies were discussed and approved, subject to minor amendment, as proposed by Kieran Donaghy and seconded by Hugh McKeag.

AP 13: HR policies on Child & Vulnerable Adults Protection, Inefficiency Sickness and Inefficiency Performance to be implemented.

d) Office Recovery Plan

The Board noted the work that had gone into preparing the plan which was adopted as proposed by Gerard McCurdy and seconded by Hugh McKeag. The positive results of the recent staff Pulse survey were welcomed.

AP 14: Office recovery plan to be implemented.

A&RA Committee

The chair of the A&RA, Séamus Magee, gave an update on the most recent meeting. The Board noted this included the annual discussion with auditors without staff being present. The Chair highlighted feedback commending staff for their assistance to those undertaking audits and how constructive staff are in preparing accounts and annual reporting.

e) Minutes 11 May 2021

The minutes were agreed as an accurate record as proposed by Gerard McCurdy and seconded by Kieran Donaghy.

AP 15: Minutes of A&RA Committee 11 May 2021 to be published.

f) Corporate Risk Register

The various risks and ratings were reviewed and the Board discussed risk 1 related to the outworking of the February 2020 Court of Appeal leading to additional litigation which had been raised with sponsor department. The current ratings were agreed to remain unchanged as proposed by Gerard McCurdy and seconded by Hugh McKeag.

g) Review of Business Continuity Plan

The Head of Corporate Services introduced the revised plan which was radically changed as a result of pandemic learning and premises relocation. Following discussion it was agreed to adopt the revised Business Continuity Plan and to delay testing until 2022 as proposed by Séamus Magee and seconded by Paddy Kelly.

AP16: Revised Business Continuity Plan to be circulated to Commissioners.

h) Six month Assurance Statement

The CEx introduced the draft statement and noted issues being highlighted to sponsor department relating to the registration target. Following discussion of several outstanding issues on the relocation snag list which sponsor department were aware of, the statement was agreed, subject to minor amendment, as proposed by Gerard McCurdy and seconded by Kieran

Donaghy. The Chair consented to her electronic signature being inserted in the assurance statement.

AP17: Statement to be amended and submitted to sponsor department with Chair's electronic signature

Schedule 1 Committee

- i) **9 July 2021** - noted
- j) **21 July 2021** - noted
- k) **13 August 2021** - noted

7. Charity Services Report

The Head of Charity Services introduced their report and a number of queries were addressed. Amendments to the Registration and Name Change manuals were approved as proposed by Séamus Magee and seconded by Kieran Donaghy.

Options for Decision Review going forward were examined. Following discussion it was agreed, as proposed by Nicole Lappin and seconded by Séamus Magee, to reinstate the previous review process in relation to matters appealable to the Charity Tribunal. This had been stood down following the Court of Appeal judgment (February 2020) and it was noted that since resources were not available for a full review, a note should be put on the policy reflecting the current decision-making arrangements, which limit the application of the policy. It was agreed to notify the Charity Tribunal of this development and timeframes.

The Commissioners discussed the size of the charity sector and development of more robust figures for future business planning. They noted that research had produced a new set of figures as the basis for planning assumptions.

AP 18: Charity Tribunal to be informed of change to Commission's Decision Review Process and timeframes.

AP 19: Revised Decision Review process to be implemented and information to be published on the Commission's website.

8. Compliance and Enquiries report

The Head of Compliance & Enquiries introduced their report and highlighted a range of developments regarding enquiries underway. Commissioners discussed progress on compliance checking of charity closures and following discussion it was agreed to amend the related Business Plan key performance target to correct an error in the text, as proposed by Séamus Magee and seconded by Gerard McCurdy.

AP 20: 2021/22 Business Plan to be amended and changes submitted to sponsor department.

9. Corporate Services Report

The report was noted and areas of current budget pressure were discussed. The outcome of an initial assessment of a complaint by the Northern Ireland Public Services Ombudsman was outlined and steps to issue a letter of apology noted.

AP 21: Letter of apology to be issued as per NIPSO advice.

10. Issues for next meeting 15 November 2021

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

- Draft Business Plan 2022-23
- Review by Independent Counsel Action Plan
- Stakeholder Forum Update
- MOU with Charities Regulatory Authority
- Legal Update
- Ministerial Review outcomes

It was noted a short Board meeting could be held in the coming weeks to discuss the registration pilot and awaited legal advice.

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, as proposed by Paddy Kelly and seconded by Hugh McKeag.

AP 22: Board papers to be shared with sponsor department

12. A.O.B.

None

Meeting ended at 1.45pm

Register of Outstanding Action Points

92(1)	27/09/21	1	Minutes of Board Meeting No 91, 28 June 2021 to be published on CCNI website.	HCorpS	Complete
92(2)	27/09/21	3	Chair to write to sponsor department to clarify next steps pre-publication of report and fact checking opportunities in review of Charity regulation.	Chair	Underway
92(3)	27/09/21	4	Additional Board meeting to be scheduled in the coming weeks.	CEx/ HCorpS	Complete
92(4)	27/09/21	5a	Additional Board meeting agenda item to include legal advice on compensation claim.	CEx/ HCorpS	Underway
92(5)	27/09/21	5b	Amended MOU with DfC Housing Regulator to be circulated to Commissioners for agreement.	CEx/ HChS	Complete
92(6)	27/09/21	5b	Exiting MOUs to be reviewed.	HChS	Underway
92(7)	27/09/21	5d	Executive summary in redacted form to be shared with Ministerial Review panel.	CEx	Underway
92(8)	27/09/21	5d	Chair to liaise with Counsel re provision of a high level summary of Section 7 of their report for sharing with others.	Chair	Underway
92(9)	27/09/21	5d	CEx to liaise with sponsor department about plans to publish aspects of the report and develop of a communications plan for Board agreement.	CEx	Underway
92(10)	27/09/21	5g	Future stakeholder forum meetings to be scheduled in advance of Board meetings.	HChS	Underway

92(11)	27/09/21	6a	Minutes of HR Committee 17 February 2021 to be published.	HCorpS	Underway
92(12)	27/09/21	6b	Revised terms of reference to be published.	HCorpS	Underway
92(13)	27/09/21	6c	HR policies on Child & Vulnerable Adults Protection, Inefficiency Sickness and Inefficiency Performance to be implemented.	HCorpS	Underway
92(14)	27/09/21	6d	Office recovery plan to be implemented.	HCorpS	Underway
92(15)	27/09/21	6e	Minutes of A&RA Committee 11 May 2021 to be published.	HCorpS	Underway
92(16)	27/09/21	6g	Revised Business Continuity Plan to be circulated to Commissioners.	HCorpS	Underway
92(17)	27/09/21	6h	Statement to be amended and submitted to sponsor department with Chair's electronic signature.	CEx	Underway
92(18)	27/09/21	7	Charity Tribunal to be informed of change to Commission's Decision Review Process and timeframes.	HChS	Underway
92(19)	27/09/21	7	Revised Decision Review process to be implemented and information to be published on the Commission's website.	HChS	Underway
92(20)	27/09/21	8	2021/22 Business Plan to be amended and changes submitted to sponsor department.	HCE/ HCorpS	Underway
92(21)	27/09/21	9	Letter of apology to be issued as per NIPSO advice.	Chair/ HCorpS	Underway
92(22)	27/09/21	11	Board papers to be shared with sponsor department.	CEx	Complete
91(10)	28/06/21	5f	Consultation response to be finalised and sent to NIPSO.	HCorpS	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	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&RAC Committee to be invited to attend.	HCorpS	Underway
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(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 Magee to raise, through the A&RA Chairs' forum, the need for those using the NICS shared ICT services to have software to	S Magee	Underway

			effectively support remote working.		
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