

**Minutes of Board Meeting No. 22 held on Thursday 12th January 2012 at
12.45pm, 257 Lough Road, Lurgan.**

Present:

Tom McGrath, Chief Commissioner
Paddy Sloan, Deputy Chief Commissioner
Walter Rader, Commissioner
Philip McDonagh, Commissioner
Rosemary Connolly, Legal Commissioner
Angila Chada, Commissioner
Paul Cavanagh, Commissioner

In Attendance:

Frances McCandless, Chief Executive
Punam McGookin, Head of Charity Services
Tara McCormick, CCNI

Apologies:

Aubrey McCrory, Head of Corporate Services and Compliance

1. Minutes of last meeting

The minutes of the Board meeting held on 7th November 2011 were proposed by Angila Chada, seconded by Rosemary Connolly and agreed, signed and dated by the Chair. The Chief Executive provided an update on the status of 'Together 4 All' to clarify an action point. The minutes will be published on the Charity Commission for Northern Ireland's website.

AP 1: CCNI to publish minutes on website

2. Conflicts of Interest

The Chair reminded Commissioners of the Freedom of Information protocol and the need to declare any conflicts of interest prior to the meeting. No conflicts of interest were declared. It was noted the Register of Interests would be updated and published on the website.

AP 2: Register of Interests to be updated and published on the website.

3. Chair's Business, Correspondence and Meetings

The Chair reported on recent meetings with Will Haire and Jenny Pyper, the new Grade 3 in the Department for Social Development, and with Maeve Walls of the Voluntary and Community Unit.

The Chair also highlighted a meeting with the President of the Charity Tribunal, Damian McMahon, attended by himself, Rosemary Connolly, the Chief Executive and the Legal Advisor. Following discussion, it was agreed

to present a paper on issues arising from this meeting at the next Board meeting in February.

AP 3: CCNI Legal Advisor to prepare paper on issues raised at meeting with President of the Charity Tribunal for next Board meeting.

4. Report from the Audit and Risk Committee

The Chair of the Audit and Risk Committee updated members on the meeting held on 6th December 2011, and recommended the following papers to the Board.

Minutes of Meeting 6th September 2011

The minutes of the Audit and Risk Committee meeting of 6th September 2011 were approved for publication on the CCNI website.

AP 4: CCNI to publish A & R minutes on website

Risk Policy

The Board approved amendments to the policy, noting that future Board papers on the subject would be condensed to a high level summary, whereas the A and R Committee would continue to receive the detailed risk register.

The Board also noted and agreed the risk tolerance levels proposed in the policy.

Approval was proposed by Walter Rader and seconded by Angila Chada.

The Chair thanked the A and R Committee and all involved in composing the policy.

Risk Register

The Board agreed the contents of the risk register.

Assurance Framework

The Board noted and, following proposal by Walter Rader and seconding by Angila Chada, approved the contents of the Assurance Framework.

Amendments to Financial Procedures

The Board noted and, following proposal by Walter Rader and seconding by Angila Chada, approved amendments to the financial procedures.

Amended Business Continuity Plan

The Chief Executive confirmed that all members of the Senior Management Team keep a copy of the plan in their homes.

The Board noted and, following proposal by Walter Rader and seconding by Angila Chada, approved the amendments to the Business Continuity Plan.

The Chair of the Audit and Risk Committee also updated members on plans for new consolidation arrangements which will mean CCNI's accounts being signed off earlier in line with DSD, and informed them of a meeting scheduled between all Departmental Audit and Risk Committee Chairs and Lorraine Clinton of DSD's Audit and Risk Committee.

5. Report from Human Resources and Remuneration Committee

The Chair of the Human Resources and Remuneration Committee updated members on the meeting held on 17th November 2011 and recommended the following papers to the Board.

Minutes of Meetings 6th April and 19th July

The minutes of the HR and R Committee meetings of 6th April and 19th July 2011 were approved for publication on the CCNI website.

AP 5: CCNI to publish HR and R minutes on website

Amendments to HR Policies

The Board noted and, following proposal by Paul Cavanagh and seconding by Paddy Sloan, approved amendments to the Health and Safety Policy to reflect CCNI's move to new premises and government changes.

Chief Executive Pay Structure

The Chief Executive and Head of Charity Services left the room for this item.

The Chair of the HR and R Committee explained the Committee's choice of Option 1 in the paper, adopting a similar pay structure and policy to the Northern Ireland Civil Service.

Following discussion on risk and budget, and on the proposal by Paddy Sloan and seconding by Philip McDonagh, the Board members approved Option one as the Chief Executive's pay structure.

(Additional item) Superannuation

The Chief Executive and Head of Charity Services remained absent for this item.

The Chair of the HR and R Committee informed the Board of a letter received from the Permanent Secretary, inviting CCNI to explore further options for their superannuation scheme. The HR and R Chair plans to meet with Michael Donnelly of DSD to discuss, to keep the Board informed and to bring a decision to the next Board meeting.

Chair Tom McGrath disclosed a potential conflict of interest if the Commission were ever to become involved with NILGOSC as a superannuation provider, as he has a close friend in the organisation.

Following discussion, Paddy Sloan agreed to mention CCNI's situation at the upcoming meeting of Audit and Risk Chairs, and the Chair thanked Walter Rader for his work on the scheme.

AP 6: Chair of the HR and R Committee to meet with Michael Donnelly of DSD

AP 7: Paddy Sloan to discuss CCNI's superannuation situation at Lorraine Clinton's Audit Chairs meeting

6. MOU with PSNI

The Chief Executive and the Head of Charity Services joined the meeting.

The Chief Executive introduced the restricted paper and explained the requirement for CCNI to have an information sharing understanding in place.

The Board requested an update on the progress of the MoU once it takes effect and, following proposal by Walter Rader and seconding by Philip McDonagh, approved the Memorandum.

AP 8: Signed MoU to be returned to PSNI

AP 9: Board to be provided with update on progress

7. Failed Appeals and Regulations

The Chief Executive introduced the paper to the Board and explained the impending introduction of Cy Pres schemes in the next commencement order.

During discussion, the Chief Executive urged any Commissioners who may communicate with solicitors with Cy Pres cases to contact the Commission, as the Commission is currently gathering information on the number of cases in the sector.

Approval was proposed by Angila Chada and seconded by Paul Cavanagh.

8. i/ Amendments to the Gifts and Hospitality Policy

The Chief Executive introduced the paper and reminded Commissioners of the requirement to contact CCNI if in receipt of any gifts or hospitality in their roles as CCNI Commissioners.

The Board noted and, following approval by Paul Cavanagh and seconding by Paddy Sloan, approved amendments to the Gifts and Hospitality Policy to reflect organisational needs.

ii/ Review of Hospitality Register

The Board noted the contents of the register.

9. Policy and Research Development Plan

CCNI's Policy and Development Officer introduced the Plan and explained the process involved in developing and implementing a policy. The Board noted the plan.

10. Presentation from Aoife Morrison, Policy and Research Officer

CCNI's Policy and Research Officer, Aoife Morrison, briefed the Board on her role and work in various aspects of policy. The Board thanked Aoife for her input, and requested that she circulate a summary of public benefit guidance in England, for their information.

AP 10: Policy and Research Officer to circulate summary of Public Benefit guidance in England to Board

11. Legislation Update

The Chief Executive updated Commissioners on the Minister's correspondence with the Treasury and Her Majesty's Revenue and Customs, regarding advice on Public Benefit testing, and the impact this may have on his decision making process.

Commissioners expressed their concern over the delay and its implications on CCNI and their stakeholders. Following discussion, Commissioners agreed to write to the Minister, stating their frustrations and urging a fast resolution to the legislative problem.

AP 11: Chair to write to the Minister regarding delay in legislative amendments

12. Budget Update

The Chief Executive introduced the update, mentioning the appointment of a new Legal Temp as a support to the Legal Officer. The Commissioners noted the update and the final version of the 2012 – 13 budget submitted to DSD.

13. Quarter 3 Report against Business Plan

Commissioners noted the contents of the Report.

14. Investigations Update

The Chief Executive updated Commissioners on ongoing investigations, and informed them of letters issued to all public bodies urging them to report any charity investigations they were dealing with.

Following discussion, the Board asked to be updated on the types of investigations, and the nature of the allegations, in addition to the case studies requested for the next Board development day.

AP 12: Board to be given an outline on the nature of investigations at Board Development Day, 12th March 2012 and further information to be provided in future investigations updates.

15. Chief Executive's Report

The Board noted the contents of the report.

16. Update on preparation for commencement of Cy Pres

The Board noted the paper for information.

17. Media Clippings

The Board noted the contents of the Media Pack.

Regarding the clipping on the Western Health and Social Services Board, Commissioner Paul Cavanagh declared a Conflict of Interest regarding his employers, should the issue be discussed in any more detail.

18. Review of the Meeting

The Chair invited comments from the Board on the first meeting held in CCNI's new Lurgan premises.

The Board queried the necessity of decisions taken by sub-Committees being brought to the Board for final approval, and asked for a review of their Terms of Reference regarding this process.

Following discussion, it was agreed that the number of Board papers issued to Commissioners "for information" would be reviewed after the summer.

AP 13: Terms of Reference to be reviewed and included on the Board Development Day agenda

AP 14: Commissioners to review number of Board papers issued "for information"

19. Issues for next Board Meeting 16th April 2012

None were raised.

20. A.O.B.

The Chief Executive discussed the up-coming launch of CCNI's new Lurgan premises, and the Board Development Day agenda.

Following discussion, the timings of Board meetings from April onwards were to be changed to a 10 am start.

22. Issues for next meeting 20th February

None were declared.

**The Meeting concluded at 3.34pm
Next meeting: Monday 20th February, 12.30pm**

**Board Meeting
Register of Outstanding Action Points**

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status
(19) 9	20/6/11	Superannuation	Identification of superannuation procurement requirements and progress relevant approvals	HoCSC & Chair of HR & R	Underway
(19)14	20/6/11	Pre Registration	CCNI to publish income band and website information regarding deemed organisations	HoCSC	Underway
(20)9	19/9/11	Commissioners' Authorisation	Commissioners to undergo relevant assessment and training	HoCSC	Underway
(20)10	19/9/11	Process for Trustee Removal	Staff to progress a Trustee Removal workbook	HoCS	Underway
(22)3	12.1.12	Chair's Business, Correspondence & Meetings	Legal Officer to prepare paper on issues raised at Charity Tribunal meeting for next Board meeting	Legal Officer	Underway
(22)4	12.1.12	Report from A & R Committee	CCNI to publish A & R minutes on website	HoCSC/ Comms	Complete
(22)5	12.1.12	Report from HR & R Committee	CCNI to publish HR & R minutes on website	HoCSC/ Comms	Complete
(22)6	12.1.12	(Additional Item) Superannuation	HR & R Chair to meet Michael Donnelly, DSD	HR & R Chair	Complete

(22)7	12.1.12	(Additional Item) Superannuation	Paddy Sloan to discuss CCNI's superannuation situation with Lorraine Clinton, DSD	Paddy Sloan	Complete
(22)8	12.1.12	MoU with PSNI	Signed MoU to be returned to PSNI	C. Ex.	Complete
(22)9	12.1.12	MoU with PSNI	Board to be provided with update on MoU's progress	C. Ex.	Underway
(22)10	12.1.12	Presentation by Aoife Morrison, Policy & Research Officer	Aoife Morrison to circulate summary of Public Benefit in England to Board	P&R Officer	Complete
(22)11	12.1.12	Legislation Update	Chair to write to Minister re delay to legislative amendment	C. Ex/ Chair	Not Proceeding
(22)12	12.1.12	Investigations Update	Board to be given summary of nature of investigations at Development Day & further info to be included in future investigations updates	Inv. Manager	Complete
(22)13	12.1.12	Review of Meeting	Terms of Reference to be included on Development Day agenda	C. Ex.	Complete
(22)14	12.1.12	Review of Meeting	Commissioners to review number of Board papers listed "for information"	HoCSC	Underway