

**Minutes of Board Meeting No. 111 held on Monday 25 March 2024  
at Marlborough House, Craigavon.**

**Present:**

Hugh McKeag, Charity Commissioner (Chair)  
Kieran Donaghy, Charity Commissioner  
Patricia Kelly, Legal Commissioner  
Alan Hunter, Charity Commissioner  
Terence McGonigal, Charity Commissioner

**In Attendance:**

Frances McCandless, Chief Executive  
Rossa Keown, Head of Compliance and Enquiries  
Aubrey McCrory, Head of Corporate Services  
David McGurk, Minutes  
Kerri Redmond, BCS Consultant joined for item 5e  
Anne Moore, BCS Consultant joined for item 5e

**Apologies:**

Gerard McCurdy Chief Commissioner  
Punam McGookin, Head of Charity Services  
Maeve Curley, Boardroom Apprentice

The meeting commenced at 9.30am and Hugh McKeag, who took on the role of chairing the meeting in the absence of the Chief Commissioner, welcomed everyone to the meeting.

**1. Minutes of Board Meeting 110, Monday 29 January 2024**

Following discussion, the minutes of the Board Meeting held on 29 January 2024 were agreed subject to minor amendment as a true and correct record as proposed by Kieran Donaghy and seconded by Alan Hunter.

**AP1: Minutes of Board Meeting No 110, Monday 25 March 2024 to be published on CCNI website.**

**2. Conflicts of Interest**

The Chair noted no conflicts at this time. Kieran Donaghy informed Board members that he had been appointed to The South Eastern Health & Social Care Trust

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

The Chair provided an update on recent meetings and highlighted the planned risk workshop after the May Board meeting. It was noted the Chief Commissioner had contacted John Smith from Department for Communities (DfC) to follow up on discussion the Board's meeting with the Permanent Secretary in January and a meeting with the Minister is being arranged. The Chair highlighted that Kieran Donaghy had been reappointed as a Board

member for another term and Caron Alexander was re-appointed as the independent member of the Audit and Risk Assurance Committee. The Chair also noted Business Consultancy Services (BCS) consultants would be joining for item 5e.

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

The Chief Executive introduced her report and gave an update on a complaint about service she had dealt with and DFC's progress on a scheme of delegation. The Chief Executive highlighted recent feedback on the draft 2023-26 Strategic Plan from sponsor team and undertook to circulate wording for inclusion in the introduction section regarding overall departmental budget constraints for Board approval via correspondence. In light of the lack of 2024/25 budget the Board agreed to limited spend, at risk, on agency staff as proposed by Alan Hunter and seconded by Terry McGonigal. Following discussion, the Chief Executive undertook to draft a letter to sponsor Department regarding indemnities for staff and Commissioners to be agreed by correspondence, and to include previous legal advice regarding coverage of elected representative under Section 24 of the Charities Act (NI) 2008 in a forthcoming schedule 1 meeting.

**AP2: Spend on agency staff to be progressed in quarter one.**

**AP3: CEx to circulate additional strategic plan wording regarding overall departmental budget constraints for agreement by correspondence.**

**AP4: CEx to include previous legal advice regarding coverage of elected representatives under Section 24 in forthcoming schedule 1.**

#### **5. Policies and Processes**

##### **a. Policy on accepting electronic signatures**

The Chief Executive presented options for a new policy on allowing use of electronic signatures across most Commission functions, noting this reflected experience and learning from the pandemic. Following discussion, the Board agreed with the policy as proposed by Patricia Kelly and seconded by Alan Hunter

**AP5: Policy on accepting electronic signatures across functions to be implemented.**

##### **b. Policy on treatment of witnesses**

The Head of Compliance and Enquiries introduced the policy which was a recommendation from Independent Counsel's Review of Complaints. Following discussion, the Board agreed to implement the policy on a pilot basis, with feedback being sought from the Stakeholder Forum before the policy was finalised, as proposed by Terry McGonigal and seconded by Kieran Donaghy.

**AP6: Policy on treatment of witnesses to be piloted.**

**AP7: Feedback to be sought on the treatment of witnesses policy from the Stakeholder Forum.**

##### **c. Revised business plan and budget 2024-25**

The Head of Corporate Services presented the updated draft business plan and highlighted a series of actions from the Independent Review of charity regulation identified for delay or reduction in activity in light of overall regulatory workload, and outlined the implications of the recent Northern Ireland Civil Service pay offer for a 2024-25 budget. Following discussion, the Board agreed to the changes to the prioritisation of Independent Review recommendations as proposed by Patricia Kelly and seconded by Terry McGonigal.

**d. CCEW IT MOU**

The Head of Corporate Services presented the updated Memorandum of Understanding (MOU) with the Charity Commission for England and Wales (CCEW) for Information and Communication Technology Services in 2024/25. A number of queries were discussed and potential ideas to further develop the MOU and shared service arrangement were identified for follow up. In the meantime the Board agreed the MOU, which will be signed by the Chief Executive, as proposed by Terry McGonigal and seconded by Kieran Donaghy.

**AP8: Agreed CCEW ICT MOU to be signed CCEW by the Chief Executive.**

**AP9: Head of Corporate Services to explore a number of ideas for further developing the MOU for ICT Services.**

Kerri Redmond and Anne Moore joined the meeting at 10.30am

**e. Board external assessment report**

Kerri Redmond and Anne Moore from Department of Finance (DoF)'s Business Consultancy Services (BCS) introduced their Board Review report and Commissioners welcomed the very positive feedback. Following discussion of the report's recommendations it was agreed that the CEx would bring an action plan to the next Board meeting.

**AP10: CEx to bring a Board External Assessment action plan to the next Board meeting.**

Kerri Redmond and Anne Moore left the meeting at 11.30am

**f. Legal update**

The Chief Executive introduced the legal update and following discussion led by the Legal Commissioner it was agreed to temporarily suspend part of the MOU with the Fundraising Regulator as proposed by Patricia Kelly and seconded by Alan Hunter.

**AP11: Part of the MOU with the Fundraising Regulator to be suspended.**

**g. MSFM compliance**

The Chief Executive introduced the six-monthly check and the Board noted no issues of non-compliance.

## **6. Reports from Committees**

Kieran Donaghy (Chair of the Human Resources Committee) provided an update on the most recent meeting and future committee work.

### **Human Resources Committee**

#### **a) Minutes of meeting No 41 – 12 February 2024**

The minutes of the HR Committee meeting held on 12 February 2024 were approved for publication, as proposed by Terry McGonigal and seconded by Patricia Kelly.

**AP12: Minutes of HR Committee No 41 – 12 February 2024 to be published on the website.**

#### **b) Amended safeguarding policy**

The Head of Corporate Services presented the report and following discussion the changes were agreed by the Board as proposed by Patricia Kelly and seconded by Kieran Donaghy. Commissioners thanked staff for their work on developing the policy and noted plans for further training.

**AP13: Updated Safeguarding policy to be implemented.**

**AP14: Safeguarding policy training to be arranged for staff and commissioners.**

#### **c) Minor interim amendments to Hybrid working and lone working policies**

The minor changes were agreed by the Board as proposed by Kieran Donaghy and seconded by Terry McGonigal.

**AP15: Updated Hybrid working and lone working policies to be implemented.**

### **Audit and Risk Assurance Committee**

Hugh McKeague (Chair of the Audit & Risk Assurance Committee) provided an update on the most recent meeting and future committee work.

#### **d) Minutes of meeting No 59 – 12 March 2024**

The minutes of the A&RA Committee meeting held on 12 March 2024 were approved for publication, as proposed by Terry McGonigal and seconded by Alan Hunter.

**AP16: Minutes of HR Committee No 59 – 12 March 2024 to be published on the website.**

#### **e) Review of risk management policy & appetite for 2024/25 Business Plan**

The minor risk policy changes and appetite for the 2024/25 business plan were agreed by the Board as recommended by Terry McGonigal and seconded by Alan Hunter.

**AP17: Updated risk management policy to be implemented.**

**AP18: draft 2024/25 Business Plan to be updated to reflect the Board's risk appetite.**

**f) Review of Finance Procedures**

The Chair introduced the paper and highlighted various changes including the increase to the delegated limit for the Accounting Officer. Following discussion, the changes were agreed by the board as proposed by Terry McGonigal and seconded by Kieran Donaghy.

**AP19: Updated Finance Procedures to be implemented.**

**g) Review of Fraud & Bribery policy & Assessment**

The review was agreed by the Board as proposed by Alan Hunter and seconded by Patricia Kelly.

**AP20: Updated Fraud & Bribery policy to be implemented.**

**h) Review Committee TOR**

The Chair introduced the proposed changes and following discussion they were agreed as proposed by Alan Hunter and seconded by Terry McGonigal.

**AP21: Updated A&RA Committee TOR to be implemented.**

**i) Internal Audit Plan 2024-25**

Following discussion, the plan was agreed as proposed by Kieran Donaghy and seconded by Alan Hunter.

**j) NIAO Audit Strategy 2023/24**

The NIAO audit strategy was noted.

**k) Corporate Risk Register**

The Head of Corporate Services introduced the risk register and provided an update on actions since the A&RA committee meeting. The Board agreed to the various recommended changes to risks, with the exception of risk seven, as proposed by Alan Hunter and seconded by Terry McGonigal.

**l) Assurance statement**

The Chief Executive introduced the Assurance Statement and, following discussion, the Board agreed the submission of the statement to DfC as proposed by Patricia Kelly and seconded by Kieran Donaghy.

**AP22: CEx to send Assurance statement to DfC.**

**Schedule 1 Decisions**

**m) Three Commissioners Committee**

**Note of Schedule 1 Committee – 09 February 2024**

Decisions were noted.

**n) Commissioner Registration Decisions**

**Note of Schedule 1 Sole Commissioner – 25 January 2024**

Decisions were noted.

## **Note of Schedule 1 Sole Commissioner – 20 February 2024**

Decisions were noted.

### **Update from Legal Advisory Group**

11 March 2024 – Patricia Kelly gave an update on the Legal Advisory Group meeting, highlighting issues discussed included the Fundraising Regulator and the definition of sporting bodies as charitable.

## **7. Charity Services Report**

The Chief Executive introduced the report and highlighted a number of key aspects of work, with the Board noting the registration target had been achieved. Following discussion, the Board agreed to a minor amendment to the decision template and for the next six months to pilot the option for schedule one committee meetings to defer an item to a future meeting when legal staff would be present, or to ask before the meeting for a Legal Advisor to attend if an issue was identified, as proposed by Patricia Kelly and seconded by Kieran Donaghy.

**AP23: Schedule one decision template to be amended.**

**AP24: Pilot new arrangements for legal input to schedule one committees.**

## **8. Compliance and Enquiries Report**

The Head of Compliance and Enquiries introduced his report and the Board noted further progress on increasing the Annual Monitoring Return filing rate at the end of January deadline, and that a further four recommendations from Independent Counsel's review had been addressed.

## **9. Corporate Service Report**

The Head of Corporate Services gave an update on two strategic issues relating to progressing ICT developments and the Board noted the impact of sponsor department's procurement requirements. The Board noted the positive results of the recent staff survey and discussed feedback from the Trade Union.

## **10. Issues for next meeting**

The Chair noted the following items to be included at the next meeting on 20 May 2024:

- A&RA items – draft annual accounts
- draft 2023/24 annual report text
- Updated privacy statement
- Changes to retention schedule
- Comms and engagement update
- Stakeholder forum update
- Incorporations manual

Other items that could be included

- Scheme of delegation
- Partnership Agreement
- Final draft budget/2024/25 business plan
- demo of the new website

**11. AOB**

The Chief Executive reminded Commissioners to complete the meeting assessment form included in the meeting pack.

**AP25:** Commissioners to complete and return meeting assessment forms.

Meeting ended at 12.10pm

### 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 (target)</b>
111(1)	25/03/2024	1	Minutes of Board Meeting No 110, Monday 25 March 2024 to be published on CCNI website.	Comms	Complete
111(2)	25/03/2024	4	Spend on agency staff to be progressed in quarter one.	HCorpS	Ongoing (Q1 24/25)
111(3)	25/03/2024	4	CEx to circulate additional strategic plan wording regarding overall departmental budget constraints for agreement by correspondence.	CEx	Complete
111(4)	25/03/2024	4	CEx to include previous legal advice regarding coverage of elected representatives under Section 24 in forthcoming sch 1.	CEx	Complete
111(5)	25/03/2024	5a	Policy on accepting electronic signatures across functions to be implemented.	HC&E	Ongoing (Q1 24/25)
111(6)	25/03/2024	5b	Policy on treatment of witnesses to be piloted.	HC&E	Ongoing (Q1 24/25)
111(7)	25/03/2024	5b	Feedback to be sought on the treatment of witnesses policy from the Stakeholder Forum.	HC&E	Ongoing (Q1 24/25)
111(8)	25/03/2024	5d	Agreed CCEW ICT MOU to be signed CCEW by the Chief Executive.	CEx	Complete
111(9)	25/03/2024	5d	Head of Corporate Services to explore a number of ideas for further developing the MOU for ICT Services.	HCorpS	Complete

111(10)	25/03/2024	5e	CEx to bring an action plan re Board effectiveness to the next Board meeting.	CEx	Complete
111(11)	25/03/2024	5f	Part of the MOU with the Fundraising Regulator to be suspended.	HChS	Complete
111(12)	25/03/2024	6a	Minutes of HR Committee No 41 – 12 February 2024 to be published on the website.	Comms	Complete
111(13)	25/03/2024	6b	Updated Safeguarding policy to be implemented.	HCorpS	Ongoing (Q1 24/25)
111(14)	25/03/2024	6b	Safeguarding policy training to be arranged for staff and commissioners	HCorpS	Ongoing (Q1 24/25)
111(15)	25/03/2024	6c	Updated Hybrid working and lone working policies to be implemented.	HCorpS	Ongoing (Q1 24/25)
111(16)	25/03/2024	6d	Minutes of HR Committee No 59 – 12 March 2024 to be published on the website.	Comms	Complete
111(17)	25/03/2024	6e	Updated risk management policy to be implemented.	HCorpS	Complete
111(18)	25/03/2024	6e	2024/25 Business Plan to be updated to reflect the Board's risk appetite.	HCorpS	Ongoing (Q1 24/25)
111(19)	25/03/2024	6f	Updated Finance Procedures to be implemented.	HCorpS	Complete
111(20)	25/03/2024	6g	Updated Fraud & Bribery policy to be implemented.	HCorpS	Complete
111(21)	25/03/2024	6h	Updated A&RA Committee TOR to be implemented.	HCorpS	Complete

111(22)	25/03/2024	6l	CEx to send Assurance statement to DfC.	CEx	Complete
111(23)	25/03/2024	7	Schedule one decision template to be amended.	HChS	Complete
111(24)	25/03/2024	7	Pilot new arrangements for legal input to schedule one committees.	HChS	Ongoing (Q1 24/25)
111(25)	25/03/2024	11	Commissioners to complete and return meeting assessment forms	FAO	Complete
110(2)	29/01/2024	3	Caron Alexander to be invited to an upcoming Board meeting in 2024.	CEx	Complete
110(6)	29/01/2024	7	Head of Charity Services to discuss survey of the sector with NICVA.	HChS	Ongoing Q1 24/25
110(7)	29/01/2024	9	Updated retention and disposal approach will be brought to the May 2024 Board meeting.	HCorpS	Ongoing Q1 24/25
110(8)	29/01/2024	9	Direct Award approach to the website design project to be progressed and the business case to be signed off by the CEx	HCorpS	Complete
110(9)	29/01/2024	9	Demo of initial new website to be brought to May Board meeting	HCorpS	Ongoing Q4 24/25
109(2)	18/12/2023	4	Schedule 1 committee chair or single commissioner to provide feedback on papers to managers as appropriate.	Sch 1	Ongoing
109(9)	18/12/2023	6f	Hybrid working policy to be implemented and a review undertaken within six months	HCorpS	Ongoing Q2 24/25
107(7)	25/09/2023	5c	Further data sharing paper to future Board meeting.	HChS	Ongoing (Q1 24/25)

107(17)	25/09/2023	7	Amended Legal manual to be implemented and reviewed in one year.	HChS	Ongoing (Q4 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 24/25)
104(10)	27/03/2023	5c	Further training on equality for staff and Commissioners to be arranged.	HCorpsS	Ongoing (Q1 24/25)
102 (10)	19/12/2022	5f	Action plan including disposal schedule to be implemented.	HCorpS	Underway (Q4-23/24)
100(10)	26/09/2022	6d	Risk Workshop to be planned for later this year or early next year.	HCorpS	Complete
94 (3)	15/11/21	5a	Corporate Social Responsibility policy to be developed as part of the next strategic planning process.	HCorpS	Ongoing (Q1-25/26) when premises known
90(8)	17/05/21	5d	Impact of the Stakeholder Forum to be measured via the Research Strategy.	HChS	Ongoing (Q1-24/25)
90(10)	17/05/21	6b	Information on other regulators' risk register approaches to be collated for Board risk workshop.	HCorpS	Complete