

**Minutes of Board Meeting No. 117 held on Monday 3 February 2025
at Marlborough House, Craigavon.**

Present:

Gerard McCurdy, Chair (Chief Commissioner)
Alan Hunter, Charity Commissioner
Hugh McKeag, Charity Commissioner
Kieran Donaghy, Charity Commissioner
Patricia Kelly, Legal Commissioner
Leanne McCullough, Charity 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
Colleen Gallagher and Tanya Martin, Legal Advisors – Items 5a-d
Ann Breslin, Policy Manager – Item 5g
Patrice Hardy, Manager ECNI – Item 5g

Apologies:

Aoife Hamilton, Deputy Chief Commissioner

The meeting commenced at 9.30am.

1. Minutes of Board Meeting 116, 16 December 2024

Following discussion, the minutes of the Board Meeting held on 16 December were agreed as a true and correct record, subject to minor amendment, as proposed by Patricia Kelly and seconded by Kieran Donaghy. The Board noted the progress of the Action Points from the last meeting as highlighted by the Chief Executive.

AP1: Minutes of Board Meeting No 116, 16 December to be published on CCNI website.

2. Conflicts of Interest

Leanne McCullough declared a potential perceived conflict and the chair agreed she should leave the meeting for item 5b. The chair noted Patricia Kelly and Hugh McKeag had previously highlighted potential perceived conflicts relating to organisations mentioned in papers that were for information.

3. Chair's Business, Correspondence and Meetings

The Chair provided an update on recent meetings. Arrangements for legal officers to join the meeting for items 5a to 5d and Patrice Hardy (Equality Manager) at the Equality Commission for Northern Ireland (ECNI) to join the meeting for Item 5g were noted. The Chair thanked everyone for their

support in relation to the Commission's annual public meeting on 22 January 2025, and Commissioners noted the positive feedback from attendees.

4. Chief Executive's Report

The Chief Executive introduced her report highlighting progression of the draft partnership agreement and scheme of delegation within Department for Communities. Plans for sponsor team to undertake a desk top review of progress implementing Independent Review of Charity Regulation recommendations was noted. The Chief Executive confirmed clarification had been sought on future budget cover for salary increases recently announced by the Executive's Finance Minister, and the Board noted staff charity visits were underway.

Hugh McKeag joined the meeting at 9.50am.

The Chief Executive provided an overview of the notes of the Board's discussion of committee structures in December. Following discussion, the arrangements outlined in the notes were agreed, subject to minor amendments, as proposed by Kieran Donaghy and seconded by Alan Hunter.

AP2: New Committee arrangements to be implemented.

Colleen Gallagher and Tanya Martin joined the meeting at 9.55am.

5. Policies and Processes

a. Potential legislative amendments

The Chief Executive introduced the paper and highlighted items listed for potential legislative amendment which had not already been approved by the Board or recommended by the Independent Review of Charity Regulation. Following discussion, the Board agreed the proposal to seek amendments to Sections 46, 20 (5), 161 and 162 of the Charities Act (Northern Ireland) 2008 (the "Act"), as proposed by Patricia Kelly and seconded by Alan Hunter.

The Board also agreed, following proposal by Patricia Kelly and seconding by Hugh McKeag, to withdraw the proposal to amend Section 16 (5) of the Act, to allow further information to be obtained on the approach taken by Charity Commission for England and Wales.

Leanne McCullough left the meeting at 10.05am

b. Legal update

The Legal Advisors gave a high-level overview of progress on a range of issues and cases since the last legal update in November 2024. In relation to current litigation the Board discussed Counsel's advice and outline of risks from legal staff and agreed its approach as proposed by Patricia Kelly and seconded by Hugh McKeag. Arrangements for future legal advice were discussed.

Leanne McCullough rejoined the meeting at 10.25am.

Legal Advisors provided an update on charity tribunal caseload.

- c. LAG Terms of reference** (This item was considered out of sequence and followed agenda item 4).

The Chief Executive provided an overview of the notes of the Board's discussion of the Legal Advisory Group (LAG) in December. Following further discussion the agreed the LAG Terms of Reference, subject to minor amendment, as proposed by Patricia Kelly and seconded by Leanne McCullough.

AP3: Amended LAG Terms of Reference to be implemented.

d. Open amendment clauses

The Legal Advisors introduced the paper and gave some background to specific registration applications. The Board noted the existing approach to new registrations since legal advice in 2018. Regarding the specific charity currently under consideration, the approach recommended was agreed. Following discussion of options and related risks it was also agreed to continue the policy that when it comes to the Commission's attention that institutions have an open amendment clause, they will be advised of the impact of such and given the opportunity to change their governing document. If they did not, they would be considered for removal from the register under Section 16(5)(a) of the Act on the basis that they were no longer considered to be a charity, as proposed by Hugh McKeag and seconded by Kieran Donaghy.

AP4: Additional proportionate process to be put in place to identify and address any open amendment clauses relating to registered charities.

AP5: Board to write to Minister highlighting steps being taken to address the risk of open amendments.

Colleen Gallagher and Tanya Martin left the meeting at 10.50am.

e. Board self-assessment summary update

The Board noted the report and progress on the action plan. No further actions were added.

Comfort break 11.00 to 11.15am

f. Website demo

The Head of Corporate Services provided a demonstration of progress on developing the new website and answered a series of queries. Details of next steps related to user acceptance testing and launch of a beta version were noted.

Patrice Hardy from ECNI and Ann Breslin joined the meeting at 11.35am.

g. Equality Commission for Northern Ireland presentation on equality for governance roles

Patrice Hardy provided a presentation on the role of leadership in meeting the equality obligations and provided feedback on the Commission's work to date. Areas for future consideration and development were highlighted and a

series of queries were address. Following discussion, the Board agreed to consider various suggestions.

Patrice Hardy and Ann Breslin left the meeting at 12.05pm.

6. Reports from Committees

No committees have met since the last Board meeting.

Schedule 1 Decisions

a. Three Commissioners Committee

- 22 November 2024
- 13 December 2024

Noted

b. Sole Commissioner Registration Decisions

None

7. Corporate Services Report

The Head of Corporate Services introduced their report highlighting a number of strategic issues. Following discussion, the Board agreed to extend the current accommodation lease to the end of December 2025 and that the Chief Executive would sign the side letter, as proposed by Hugh McKeag and seconded by Patricia Kelly. An update was provided on work by staff and sponsor department to identify new office accommodation. The approach to developing the Commission's next strategic plan for 2026-29 was outlined. Following discussion, the broad approach and timetable was agreed, subject to minor amendments, as proposed by Leanne McCullough and seconded by Hugh McKeag.

The Board discussed the progress of the strategic resource business case and plans for staff to meet sponsor department's Finance team to explore recent feedback. Business plan progress at the end of quarter three was reviewed, and the Board agreed with the assessment that at this time twelve independent review recommendations had been implemented. Current social media activity was discussed.

AP6: CEx to sign letter re lease extension for current accommodation.

AP7: Comms officer to look at options for updating social media.

8. Charity Services Report

The Head of Charity Services introduced their report noting various casework progress, trends and details of high-profile cases, which the Board noted. Work on closures was outlined and plans for a recruitment exercise for the Casework Manager post was agreed as proposed by Hugh McKeag and seconded by Patricia Kelly.

9. Compliance and Enquiries Report

The Head of Compliance and Enquiries introduced their report and gave an update on cases and high-profile concerns which the Board noted. Initial figures for the January end annual return filing peak were outlined.

10. Issues for next meeting

The Chair noted the following items likely to be included at the next meeting on 24 March 2025:

- Issues from HR committee
- Issues from A&RA committee
- Restitution process on asset recovery from individuals
- High level strategic planning paper
- Scheme of delegation (if appropriate)
- Revised Retention schedule
- MSFM compliance

11. AOB

The Chief executive updated the Board on a recent International Regulators' Forum meeting.

Meeting ended at 12.50pm

Register of Outstanding Action Points

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status (target)
117(1)	03/02/2025	1	Minutes of Board Meeting No 116, 16 December to be published on CCNI website.	Comms	Complete
117(2)	03/02/2025	4	New Committee arrangements to be implemented.	CEx	Complete
117(3)	03/02/2025	5c	Amended LAG Terms of Reference to be implemented.	HCS	Complete
117(4)	03/02/2025	5d	Additional proportionate process to be put in place to identify and address any open amendment clauses relating to registered charities.	HCS	Ongoing (Q4 24/25)
117(5)	03/02/2025	5d	Board to write to DfC highlighting steps being taken to address the risk of open amendments.	CEx	Complete
117(6)	03/02/2025	7	CEx to sign letter re lease extension for current accommodation.	CEx	Ongoing (Q4 24/25)
117(7)	03/02/2025	7	Comms officer to look at options for social media.	Comms	Ongoing (Q4 24/25)
116(3)	16/12/2024	4	Commission to provide assistance to DfC on potential accommodation options.	HCorpS	Ongoing (Q4 24/25)
116(6)	16/12/2024	5c	Retention schedule to be fully updated and brought to the February board meeting.	HCorpS	Ongoing (Q1 25/26)

116(7)	16/12/2024	5d	Stakeholder Forum TOR to be amended.	Policy	Complete
116(9)	16/12/2024	6c	Staff to be briefed and updated information security to be implemented.	HCorpS	Ongoing (Q4 24/25)
115(3)	11/11/2024	5a	Commission to notify office holder representative bodies of any potential to intervene in Charity Tribunal reference.	CEx	Ongoing (Q4 24/25)
115(8)	11/11/2024	5f	Explore sending newsletter to charity contact emails and discuss options for developing regular communication with the sector with the Stakeholder Forum.	Comms Officer	Ongoing (Q1 25/26)
115(10)	11/11/2024	6b	A review of hybrid working policy to be undertaken following office relocation.	HR Cttee	Ongoing (Q3 25/26)
115(11)	11/11/2024	9	Procurement process for online forms to be progressed.	HoCorpS	Ongoing (Q4 24/25)
114(3)	16/09/2024	5b	Progress reports on Research Plan to be provided to SMT and Board updates.	HCS	Ongoing (Q4-24/25)
112(7)	20/05/2024	5b	Organisational arrangements for ensuring data opt out to be confirmed.	HCS	Ongoing (Q4-24/25)
112(10)	20/05/2024	5d	Consideration to be given to changing committee roles and structures following scheme of delegation.	CEx	Ongoing (Q4-24/25)
104(2)	27/03/2023	3	Litigation to be progressed in line with legal advice.	Chair/CE x	Ongoing (Q4-24/25)
104(10)	27/03/2023	5c	Further training on equality for staff and Commissioners to be arranged.	HCorpS	Complete
102 (10)	19/12/2022	5f	Action plan including disposal schedule to be implemented.	HCorpS	Underway (Q4-24/25)

98 (7)	16/05/2022	5e	Training in complaint handling and dealing with trauma to be arranged.	CEx/ HCorpS	Trauma element Complete Complaint handling (Q1 25-26)
94 (3)	15/11/21	5a	Corporate Social Responsibility policy to be developed as part of the next strategic planning process.	HCorpS	Ongoing (Q4-25/26)