

**Minutes of Board Meeting No. 113 held on Monday 24 June 2024
at Marlborough House, Craigavon.**

Present:

Gerard McCurdy - Chair (Chief Commissioner)
Aoife Hamilton – Deputy Chief Commissioner
Alan Hunter, Charity Commissioner
Hugh McKeag, Charity Commissioner
Kieran Donaghy, 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
Caron Alexander (Independent Member A&RA committee)
Maeve Curley (Boardroom Apprentice)
Ian Croskery (Finance & Admin Manager) Item 5a and b
Colleen Gallagher (Legal Advisor) Item 5h

Apologies:

Patricia Kelly, Legal Commissioner

The meeting commenced at 10.30am.

1. a. Minutes of Board Meeting 112, 20 May 2024

Following discussion, the minutes of the Board Meeting held on 20 May 2024 were agreed as a true and correct record as proposed by Kieran Donaghy and seconded by Hugh McKeag. The Board noted the progress of the Action Points from the last meeting as highlighted by the Head of Corporate Services.

AP1: Minutes of Board Meeting No 112, 20 May 2024 to be published on CCNI website.

b. Minutes of Extraordinary Board Meeting, 24 May 2024

Following discussion, the minutes of the Extraordinary Board Meeting held on 24 May 2024 were agreed as a true and correct record, subject to minor amendment as proposed by Hugh McKeag and seconded by Kieran Donaghy. It was agreed these minutes would be published when the final Internal Audit report was received and considered by the Board.

2. Conflicts of Interest

None

3. Chair's Business, Correspondence and Meetings

The Chair welcomed Aoife Hamilton, the new Deputy Chief Commissioner, to her first meeting and Caron Alexander as observer. The Chair also highlighting this was Maeve Curley's final meeting as Board Apprentice. The Board noted Maeve's appreciation for the opportunity, insights gained and best wishes.

The Chair updated the Board on recent meetings and correspondence. Following the Chair's suggestion, the Board agreed that the new Deputy Chief Commissioner would take the Chief Commissioner's place on the Stakeholder Forum going forward. The Chair told the Board that the new website demo had been moved to the September Board meeting and arrangements to take forward Commissioner annual appraisals were noted.

AP2: Commissioners to confirm appraisal dates with Admin team.

4. Chief Executive's Report

The Chief Executive introduced her report giving an update on developments and meetings since the last meeting. The Chief Executive highlighted an interim budget allocation had been received mid-June, and steps to finalise the 2024/25 Business Plan were outlined. Work on board updates, input to the Internal Audit data incident report and details of further correspondence regarding legacy complaints and litigation was outlined. Several queries were addressed, and additional work to inform sponsor department's consideration of a scheme of delegation was noted.

5. Policies and Processes

The Finance & Admin Manager joined the meeting at 11.00am.

a. Annual report and accounts

The Chair noted the cover paper setting out a number of additions and amendments to the draft 2023-24 Annual Report and Accounts considered by the Board in May, which arose from external audit work. The Finance and Admin Manager highlighted a change to reporting salary bands and responded to several queries relating to the presentation of the financial statements. Following further discussion, the 2023-24 Annual Report and Accounts were agreed, subject to minor amendment, as proposed by Kieran Donaghy and seconded by Aoife Hamilton. The Board noted the Chair and Chief Executive would sign a 'clean' copy for submission to the Northern Ireland Audit Office for certification, after which the document would be sent to sponsor team for laying in the Assembly in early July.

AP3: Chief Commissioner and Chief Executive to sign a 'clean' copy of the finalised annual report and accounts for submission to NIAO for certification.

AP4: Certified annual report and accounts to be submitted to sponsor team for laying in the Assembly.

b. Final draft budget

The Head of Corporate Services introduced the paper based on the interim budget allocation notified to the Commission mid-June. The Board noted the 2023/26 Strategic Plan had been signed off by the Minister, but no changes

to the budget were likely as sponsor department were undertaking an equality impact assessment that was expected to conclude in September. Following discussion of various budget assumptions, including plans to fill several vacancies in light of sponsor department lifting the moratorium on recruitment, the budget was agreed and arrangements for finalising the related draft 24/25 Business plan by correspondence confirmed, as proposed by Alan Hunter and seconded by Hugh McKeag.

AP5: Final draft 2024/25 Business Plan to be agreed by correspondence.

The Finance & Admin Manager left the meeting at 11.15am.

c. Annual review of Board Operating Framework, Code of Conduct, Standing Orders

The Chief Executive introduced the paper and, following discussion, the Board agreed minor changes to the process for handling complaints relating to Commissioners and agreed to return the quorum to its normal level now that the Board has six members, as proposed by Aoife Hamilton and seconded by Alan Hunter.

AP6: Complaint process for Commissioners to be amended.

d. Annual progress report to Equality Commission NI

The Head of Corporate Services introduced the report and a number of queries were addressed including potential to reflect the input of the Stakeholder forum to the Commission's policy development process. Subject to minor amendment, the Board agreed the annual progress report for submission to the Equality Commission for Northern Ireland, as proposed by Hugh McKeag and seconded by Alan Hunter.

AP7: Amended annual progress report to be submitted to Equality Commission for Northern Ireland.

e. Premises Lease

The Head of Corporate Services introduced the paper highlighting various changes to the new accommodation lease (July 2024 to end of June 2025) as previously requested by the Board. The Board expressed dissatisfaction with the continuing high level of energy and service charges related to current accommodation and sponsor department's high level accommodation review was discussed. The Board agreed the new lease to be signed by the Chief Executive, as proposed by Hugh McKeag and seconded by Aoife Hamilton.

AP8: Chief Executive to sign the new accommodation lease.

f. Stakeholder forum proposed changes to ToR

The Head of Charity Services introduced the paper and, following discussion, it was agreed to extend the current chair of the forum's tenure for one year, as proposed by Kieran Donaghy and seconded by Aoife Hamilton. Commissioners discussed changes to the forum's terms of reference (ToR) at

this time, and an amendment to the number of participants was agreed as proposed by Alan Hunter and seconded by Hugh McKeag.

AP9: Stakeholder forum's ToR to be amended and its chair's term to be extended by one year.

g. CEx performance objectives

Following discussion, the Board noted the performance objectives for 2024/25 agreed between the Chief Executive and the Performance and Development Committee.

Legal Advisor joined the meeting at 11.45am.

h. Legal update

The Legal Advisor introduced the update which the Board noted. Legal advice in relation to ongoing litigation before the High Court was outlined and, following discussion, the Commission's approach in line with the advice was agreed as proposed by Alan Hunter and seconded by Kieran Donaghy.

Legal Advisor left the meeting at 11.55am.

6. Reports from Committees

Head of Charity Services left the meeting at 11.55am.

Audit and Risk Assurance Emergency Committee Meeting 61 – 9.30am 24 June 2024

a. Internal Audit Report

The Chair of the Audit and Risk Assurance (A&RA) Committee noted the committee met immediately prior to today's Board meeting to analyse an initial report by Internal Audit into a recent data incident. The Board noted Internal Audit were intending to revisit an aspect of their report following discussion with A&RA committee, but overall had concluded the incident arose from human error and a lack of guidance. The Chief Executive indicated management accepted and were acting on the report's two recommendations.

The Board reflected on its previous discussion of the incident on 24 May 2024 and noted it had been briefed on immediate actions taken. It had raised governance considerations which were fully aired, but no further changes were agreed as needed at that time pending the outcome of investigations underway. The Chief Executive addressed a number of queries, and it was agreed the Chief Executive would provide a further report to a future Board meeting.

Commissioners discussed developing support for their use of ICT equipment and follow up actions were identified.

AP10: Chief Executive to provide a further report at the conclusion of the investigation process.

AP11: Support for Commissioners' use of ICT equipment to be progressed.

Head of Charity Services joined the meeting at 12.35pm

Schedule 1 Decisions

b. Three Commissioners Committee

Note of Schedule 1 Committee

Noted

c. Sole Commissioner Registration Decisions

Noted

7. Charity Services Report

The Head of Charity Services introduced their report and outlined key aspects. A briefing on the Department for Communities consultation on the introduction of a registration threshold was noted by the Board.

8. Compliance and Enquiries Report

The Head of Compliance and Enquiries introduced their report and gave an update on a high-profile concern which the Board noted.

9. Corporate Service Report

The Head of Corporate Services introduced their report and, following discussion, the Board agreed a minor change to the Raising a Concern about the Commission policy as proposed by Kieran Donaghy and seconded by Hugh McKeag.

10. Issues for next meeting

The Chair noted the following items likely to be included at the next meeting on 16 September 2024:

- Issues from HR Committee
- MSFM compliance
- Partnership Agreement (if agreed)
- Scheme of delegation (if agreed)
- Incorporations manual
- Update to Monitoring & Compliance manual
- Trustee Anonymity Internal Guidance
- Research strategy
- Stakeholder forum note
- Website demo

It was also agreed the Board would make time to informally discuss committee structures following the meeting.

11. AOB

None

Meeting ended at 12.55pm

Register of Outstanding Action Points

Board Meeting and Action Point Number	Date Raised	Agenda Item	Action	Owners	Status (target)
113(1)	24/06/2024	1	Minutes of Board Meeting No 112, 20 May 2024 to be published on CCNI website.	Comms	Complete
113(2)	24/06/2024	3	Commissioners to confirm appraisal dates with Admin team	Commissioners	Complete
113(3)	24/06/2024	5a	Chief Commissioner and Chief Executive to sign a 'clean' copy of the finalised annual report and accounts for submission to NIAO for certification.	CEx	Complete
113(4)	24/06/2024	5a	Certified annual report and accounts to be submitted to sponsor team for laying in the Assembly.	HCorpS	Complete
113(5)	24/06/2024	5b	Final draft 2024/25 Business Plan to be agreed by correspondence	HCorpS	Complete
113(6)	24/06/2024	5c	Complaint process to be amended	Policy	Complete
113(7)	24/06/2024	5d	Amended annual progress report to be submitted to Equality Commission for Northern Ireland.	Policy	Complete
113(8)	24/06/2024	5e	Chief Executive to sign the new accommodation lease	CEx	Complete
113(9)	24/06/2024	5f	Stakeholder forum's ToR to be amended and its chair's term to be extended by one year.	Policy	Complete

113(10)	24/06/2024	6a	Chief Executive to provide a further report at the conclusion of the investigation process.	CEx	Complete
113(11)	24/06/2024	6a	Support for Commissioners use of ICT equipment to be progressed.	HCorpsS	Complete
112(6)	20/05/2024	5b	Updated privacy statement to be published on the website and communicated to data subjects.	HCS	Complete
112(7)	20/05/2024	5b	Organisational arrangements for ensuring data opt out to be confirmed.	HCS	Ongoing (Q1-24/25)
112(8)	20/05/2024	5c	Revised MOU with Fundraising Regulator to be implemented.	HCS	Ongoing (Q1-24/25)
112(9)	20/05/2024	5d	Board effectiveness review action plan to be amended and progressed.	CEx	Ongoing (Q3-24/25)
112(10)	20/05/2024	5d	Consideration to be given to changing committee roles and structures following scheme of delegation.	CEx	Ongoing (Q2-24/25)
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.	HCS	No longer required
105(5)	15/05/2023	5b	Monitoring and Compliance Manual to be updated with four new compliance failure themes and related scenarios	HC&E	Complete
104(2)	27/03/2023	3	Litigation to be progressed in line with legal advice.	CEx	Ongoing (Q2-24/25)
104(7)	27/03/2023	5a	Amendments to be made to values and Consultation Feedback Report prior to publication.	Policy Manager	Complete
104(10)	27/03/2023	5c	Further training on equality for staff and Commissioners to be arranged.	HCorpsS	Ongoing (Q2-24/25)
104(19)	27/03/2023	6h	Hybrid working pilot to be extended by 6 months	HCorpsS	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	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
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)
90(8)	17/05/21	5d	Impact of the Stakeholder Forum to be measured via the Research Strategy.	HCS	Ongoing (Q4-24/25)