

Minutes of 6th Meeting of the Authority (Incorporeal) – 22nd of July 2021 –

held via video conference

Virtual via Zoom

Present:

Name	Detail	Initials
Patrick Hopkins	Chairperson	PH
David Brady	Member of the Authority	DB
Tom Costello	Member of the Authority	TC
Patricia Cronin	Member of the Authority	PC
Fergus Finlay	Member of the Authority	FF
Máire McMahon	Member of the Authority	MMcM
Graham Richards	Member of the Authority	GR
Martin Sisk	Member of the Authority	MS
Ercus Stewart	Member of the Authority	ES
Rosemary Keogh	Member of the Authority	RK

Apologies:

Katie Cadden

In attendance:

Name	Detail	Initials
Helen Martin	CEO Items 1.0 to 11.0	HM
Thomas Mullholland	Head of Compliance and Enforcement Items 1.0 to 11.0	TM
Madeline Delaney	Director of Legal Affairs and Registration Items 1.0 to 11.0	MD
Niall Scanlon	Head of Finance Items 1.0 to 11.0	NS
Malachy Cardiff	Head of Corporate Affairs/Board Secretary Items 1.0 to 11.0	MC
Carmel O'Donohoe	Governance and Policy Manager Items 1.0 to 11.0	COD

Apologies:

Heidee Kealy

1.0 Quorum

A quorum was present and the meeting was duly convened.

2.0 Apologies

The members noted the apologies from Katie Cadden – Board Member and Heidee Kealy – Head of Communications & Stakeholder Engagement.

3.0 Conflicts of Interest

The members were requested to declare any potential conflict of interest, whether real or perceived, with any items on the agenda.

No conflicts of interest were declared.

4.0 Minutes of previous meeting

- The minutes of the Meeting of the 24th of June 2021 were reviewed by the Board. The following amendments were suggested:
 - A rewording of Para 6.2 was agreed.
 - Para 6.3 (vii) Access Policy –amend wording to indicate that it was agreed that the Executive would liaise with Building Management in relation to the issue of access.

The Board Secretary to amend the minutes of 24th of June as outlined and circulate to members of the Authority for their approval.

4.1 Approve publication of redacted Board Minutes from 1st of January to date

- Members noted that guests who attended Meeting 2 would be notified that their names would be included in the published minutes and that external attendees attending future meetings would be notified that their names would be recorded in the minutes as a matter of protocol.
- Members noted the redacted minutes and agreed to the following principles:
 - Removal of the 'In Camera' section from the Board meeting minutes as matters discussed are private and confidential;
 - Ongoing matters to be redacted as the matter(s) may have yet to reach a conclusion; and
 - Date of publication will be the end of the month following the meeting.

Members reviewed and discussed the redacted minutes for Board meetings from January to June 2021. Subject to minor amendments the members approved the redacted Board minutes for publication.

Board Secretary to publish redacted minutes at the end of August subject to the amendments noted being made.

4.2 Matters Arising

- There were no matters arising.

5.0 Presentation on procedure for dealing with concerns

- A presentation in relation to the Procedure for dealing with Concerns was made.

Members noted the presentation in relation to the Procedure for dealing with Concerns.

6.0 Results of the EMT Evaluation of Board

- The results of the EMT Evaluation of the Board and its committees was discussed.

Members agreed that the evaluation methodology should be further refined, and that this item will be on the agenda of the Board Review Day in November 2021.

7.0 Risk Register

- Members reviewed, discussed and commented on the Risk Register.

Members approved the Risk Register and confirmed that they would review it again at Meeting 8 in October.

8.0 Business Plan Tracker

- Members reviewed, discussed and commented on the Business Plan Tracker.

It was agreed to add an update note to section 2.3 in relation to exploring other options to increase transparency while awaiting the enactment of the required legislative amendments and associated Draft Accounting and Reporting Regulations.

Members noted the Business Plan Tracker.

9.0 Committee Updates

9.1 Report of the Finance Audit Risk and Governance ('FARG') Committee.

- The Chair of the FARG Committee updated the members on the committee's work.
- The FARG Committee did not have a meeting since the last Board meeting, however, it did consider and recommend a CIF H1 2021 dividend distribution.

The Board of the Authority noted the report of the FARG Committee.

9.2 Report of the Regulatory Committee (RC)

- The Chair of the RC Committee updated the members on the committee's work.
- It was noted that the next meeting is on the 7th of September.

The Board of the Authority noted the report of the RC.

9.3 Report of the Charity Services Committee (CSC)

- GR presented the minutes of Meeting 6 (8th of July 2021) and Meeting 7 (14th of July 2021) and an update on the matters that were dealt with by the Committee.
- The Board discussed the items under consideration and agreed with the recommendations.
- Members noted that it was planned to schedule an extra meeting in August to progress a number of trustees' appointments, and that there would be a total of 12 meetings this year instead of nine. The Chairman and Members expressed their thanks to the CSC members for their dedication and commitment.

The Authority noted the Charity Services Committee update. The Authority approved all recommendations of both Committee Meeting 6 (8th of July 2021) and Meeting 7 (14th of July 2021) and authorised the Seal to be affixed where appropriate.

9.4 Performance Resource Planning and Advisory Committee (PRPAC)

- It was noted that the last meeting of the Committee took place on 13th May 2021 and that the next meeting is scheduled to take place on 16th September.

The Authority noted the report of the PRPAC.

9.5 Strategy Planning Committee (SPC)

- It was noted that the last meeting of the Committee took place on 11th May 2021.

- It was noted an update on the strategy development process is contained in the Corporate Affairs report - agenda item 11.5.
- It was noted that the SPC would meet in advance of the next Board meeting.

The Authority noted the report of the SPC.

10.0 Decisions of the Authority

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

DB left the meeting.

10.2 Re-appointment of external member to the Charity Services Committee

The Authority under Schedule 1 of the Charities Act 2009, adopted the formal resolution to re-appoint Judge John O'Connor as an External Member to the Charity Services Committee from the period 5th of July 2021 to 4th of July 2023.

It was agreed the Chairman will review and issue the letter to re-appoint Judge John O'Connor.

10.3 Charity Classification Standard

- Members considered the draft of a Charity Classification Standard.

It was agreed that the EMT will review and refine the documentation for presentation to the Regulatory Committee on 7th of September 2021 and present to the Board for further consideration.

FF left the meeting.

10.4 CIF H1 2021 Dividend Distribution

- Members reviewed and discussed the dividend options, noting the FARG Committee had recommended option B.

The Authority approved the Dividend Option B for the CIF H1 2021 Dividend Distribution

11.0 CEO Report

11.1 Registration and Projects

- Members noted the report on Registration and Reporting and the updates contained therein.

11.2 Compliance and Enforcement (C&E)

- Members noted the report on Compliance and Enforcement and the updates contained therein.

11.3 Charity Services and Legal

- Members noted the report on Charity Services and Legal Affairs and the updates contained therein.

11.4 Communications and Stakeholder Engagement

- Members noted the report on Communications and Stakeholder Engagement and the updates contained therein.

11.5 Corporate Affairs and Financial Report

- Members noted the report on Corporate Affairs and Finance and the updates contained therein.
- Members noted the Draft Statement of Strategy contained within.

11.6 Update on current organisational issues and CEO Matters

- Members noted the report on current organisational issues and CEO Matters and the updates contained therein.

11.7 Update on Exercise of Functions under Section 66 of the Charities Act 2009

- The members noted the update on Exercise of functions under Section 66 of the Charities Act 2009 Publication of Inspector's Report regarding Cabhru Housing Association Services (RCN 20008543).

12.0 Chairperson's Report

- The Chairman confirmed that he had attended:
 - The launch of the Annual Report 2020 on 20th of July with Minister of State Joe O'Brien and the CEO and
 - IPA Governance Forum's Chairpersons' Network '*Leadershift for 2021 and Beyond*'.
- The Chairman confirmed that he had been in regular contact with the CEO and Board Secretary.

The Members noted the update the Chairperson's report.

13.0 AOB

- Members formally acknowledged the commitment and dedication of former Board member Ms Niamh Cahill to the Board of the Charities Regulatory Authority. It was noted that Ms Cahill had resigned from the Board on 24th of June 2021 for private and personal reasons. Members were advised that Ms Cahill informed the Minister and the Chairman of her resignation and she thanked the Chairman for the consideration that she had received from the Board during her tenure. The Chairman intends to contact Ms Cahill to follow up on any matters in line with the post-resignation policy.
- Members were informed that Carmichael are working with the Technological University Dublin (TUD) to develop an accredited development programme specifically designed for charity trustees, which will cover the Charities Governance Code, relevant legislation, trustees' responsibilities, planning, financial oversight, risk management, and communications.

Members expressed support of the concept of an accredited programme for charity trustees, as its plan is to increase knowledge of the duties and responsibilities of trustees in line with the standards set out in the Charities Governance Code. Members agreed that the CEO could confirm this support in principle for the proposed programme with Carmichael and TUD.

- It was noted that the next Board meeting would take place on Thursday, 23rd of September at 2pm.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Actions arising from Board Meeting 6, 22nd of July 2021

No.	Action	Person Responsible	Timeframe
1.0	Amend the minutes of 24 th of June as outlined and circulate to members of the Authority for their approval.	Board Secretary	July/ Aug 2021
2.0	Publish redacted minutes at the end of August subject to the amendments noted being made.	Board Secretary	Aug 2021
3.0	Add Board and Committee Evaluation methodology to Review Day agenda in November.	Board Secretary	Nov 2021
4.0	Table the Strategic Corporate Risk Register for October Board meeting.	Board Secretary /EMT	Oct 2021
5.0	Add an update note to section 2.3 of the BP Tracker re. the Charities (Amendment) Bill and the associated Draft Accounting and Reporting Regulations and their implementation.	CEO	July 2021
6.0	[REDACTED]	CEO/EMT	July/Aug 2021
7.0	[REDACTED]	CEO	July/Aug 2021
8.0	Review and issue the letter to re-appoint Judge John O'Connor.	Chairman	July 2021
9.0	Review and refine the Charity Classification Standard documentation for presentation to the Regulatory Committee on 7 th of September 2021 and present to the Board for further consideration thereafter.	EMT	Sept 2021

Key actions carried forward

No.	Action	Person Responsible	Timeframe
1.0	Provide revised Organisational Workforce Plan 2021 – 2023. <i>Date adjusted</i>	EMT	Sept 2021
2.0	[REDACTED]	MD	October 2021 Date adjusted
3.0	Review adoption of a Registration Policy re. UK based charities within 12 months.	MD	June 2022
4.0	Amend Interim Access Policy at end of 2021 for Board's consideration.	Board Secretary/COD	Dec 2021
5.0	Report on progress made with Building Management on office building accessibility issues.	MC	Q3-4 2021

Signed: Patrick Hopkins – Chairperson

Malachy Cardiff – Board Secretary