

## Minutes of 4<sup>th</sup> Meeting of the Authority – 19<sup>th</sup> of May 2022 held via Hybrid

### Authority Members 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
Cathy Holahan	Member of the Authority	CH
Nicola Keogh	Member of the Authority	NK
Rosemary Keogh	Member of the Authority	RK
Lorraine Lally	Member of the Authority	LL
Máire McMahon	Member of the Authority	MMcM
Martin Sisk	Member of the Authority	MS
Geraldine Smith	Member of the Authority	GS
Ercus Stewart	Member of the Authority	ES
Tony Ward	Member of the Authority	TW

**Apologies:** None

### Executive 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
Seán O'Connor	Head of Charity Services/Legal Advisor Items 1.0 to 11.0	SOC
Meagan Gill	Head of Registration Items 1.0 to 11.0	MG
Geraldine McCarthy	Head of Communications & Stakeholder Engagement Items 1.0 to 11.0	GMcC
Carmel O'Donohoe	Governance Policy Manager Items 1.0 to 11.0	COD

**Apologies:** None.

- The Chairperson welcomed the five new members - Tony Ward; Cathy Holahan; Nicola Keogh; Geraldine Smith and Lorraine Lally - who joined in April and he asked all members to introduce themselves.
- Members noted that there was a comprehensive in-person Induction session carried out to induct new members on the 18<sup>th</sup> of May 2022 and that all policies and documents are available in the Authority's Admin folder on Decision Time.

### **1.0 Quorum**

A quorum was present and the meeting was duly convened.

### **2.0 Apologies**

None

### **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 Approval of minutes of previous Board meetings**

#### **4.1 Approve minutes for 24<sup>th</sup> of March 2022 Board minutes**

The minutes of the Meeting of 24<sup>th</sup> of March 2022 were approved by the Board.

## **4.2 Approval of redacted minutes & publication of the Board meeting - 24<sup>th</sup> of March 2022**

Members noted that there were no redactions. Members reviewed and approved the Board minutes of 24<sup>th</sup> of March for publication.

**It was agreed the Board Secretary would publish the minutes on the website.**

## **4.3 Matters Arising**

There were no matters arising.

## **5.0 Update from Committees**

### **5.1 Report of the Finance Audit Risk and Governance ('FARG') Committee.**

- The Chair of the FARG Committee updated the Board of the meeting of 25<sup>th</sup> of April 2022.

**The Board of the Authority noted the minutes of the meeting of 25<sup>th</sup> of April 2022 and the report of the Chairperson of the FARG Committee.**

**Members discussed the principle of staff of the Charities Regulator attending meetings of the DRCD's Finance and Audit Committee. The importance of the ongoing co-operation with the parent department was noted while recognising that, as an independent statutory body, all reporting should take place via the appropriate mechanisms outlined in the Charities Act 2009, the Code of Practice for the Governance of State Bodies and the Oversight & Assurance Agreement.**

### **5.2 Report of the Regulatory Committee (RC)**

- The Chair of the RC updated the members on the Committee's work.

**Members noted the report of the Chairperson of the RC since the last meeting. The next RC meeting will take place on 7th of June 2022.**

### **5.3 Report of the Charity Services Committee (CSC)**

- The Board considered the minutes of Meeting 4, 5th of May 2022, and an update on the matters that were dealt with by the Committee.

**The Authority noted the Charity Services Committee's update. The Authority approved all recommendations of Committee Meeting 4 (5<sup>th</sup> of May 2022) and authorised the Seal to be affixed where appropriate.**

### **5.4 Performance Resource Planning and Advisory Committee (PRPAC)**

- The Chairperson and MC updated the members on the work of the PRPAC since the last meeting.
- Members noted the update in relation to the Corporate Independence Project, including an update on the HRIS, Superannuation and the Staff handbook.

**The Authority noted the report of the PRPAC.**

## **6.0 Decisions of the Authority**

### **6.1 Governance Documents**

**The following amendments were suggested in relation to each document:**

- (i) **Risk Management Policy:**

- Pg. 10, section 8.8 should read, “As part of the annual audit process, the IA unit performs an independent review...”;
- Pg 5, section 5 add in a para re. Role of the Authority;

**(ii) Risk Appetite Statement:**

- Amend colour of low-medium column to yellow, in line with the Risk Management Policy.

**(iii) Post-Resignation Retirement Policy:**

- Add in wording in title ...”for Board and Committee members.”

**(iv) Scheme of Delegation - Reserved Functions of the Charities Regulatory Authority:**

- No amends noted.

**(v) Policy on Exercise of Delegated Functions:**

- One minor amendment made in 3.5: Amend 3.5 to 3.4.

**(vi) Accessing Independent Professional Advice:**

- No amends noted.

**(vii) Induction Policy for new members of Board:**

- The list of documents/policies has been updated to include the risk appetite statement. To ensure consistency, this additional text should also be reflected in all other policies containing this list.

**(viii) Board and External member Fees Policy:**

- No amends noted.

**(ix) Fixed Assets Policy:**

- Section 9.2.1 - replace para with sentence that “it is the Authority’s Policy that it does not dispose of any assets to Authority Members, employees or their families”.
- Section 9.2.3 – add in wording... “and formally reported to the Authority”.

**The Authority approved the above polices, subject to the amendments being made.**

**MC/COD to add the amended policies to the Authority’s ‘Admin’ Folder on Decision Time.**

*RK left the meeting.*

**6.2 Annual Report 2021**

The Authority discussed and considered the Annual Report 2021 and front cover options of the Report as presented.

**The following amendments were suggested in relation to each document**

- Pg 29 - add in a sentence regarding work accomplished in relation to the Risk Appetite Statement;
- Within the CEO/Chairperson Foreword - reflect key achievements narrative including achievements re. the Governance Code and the Classification Project;
- Ensure that the Annual Report is accessible including provision of Alt-text captions for all pictures/images;
- Pg 13, table 5 – EMT to consider adding in figures for the number of charities deregistered since establishment of the Authority;

**The Authority noted the communications plan underpinning the publication of the Report.**

**The EMT will circulate the Annual Report 2021 between Board meetings for the Board's further comments and at the June Board meeting for the Board's approval, in advance of the Annual Report being submitted to the Minister not later than 30 June 2022 in accordance with section 31(1) of the Charities Act 2009.**

**The Authority approved the Annual Report 2021 subject to the amendments being made.**

### **6.3 Audited Financial Statements 2021**

- The Authority reviewed and approved the Audited Financial Statements for the Charities Regulatory Authority and the Charity Funds for year ended 31 December 2021.

**The Authority authorised the Chairperson and the Chief Executive to sign both sets of Audited Financial Statements.**

### **6.4 Appointment of Persons as Staff of the Charities Regulatory Authority**

The following resolution was passed by the Charities Regulatory Authority on 19th May 2022:

In accordance with section 24(1) of the Charities Act 2009, the Authority confirms the appointment of the following staff members of the Charities Regulatory Authority, outlined in the table below, as and from the commencement date specified.

**Table**

	<b>Name</b>	<b>Position</b>	<b>Unit</b>	<b>Commencement Date</b>
1.	Tom Power	Charity Services Manager	Charity Services	20 <sup>th</sup> April 2022
2.	Julie Power	Registration Case Officer	Registration	25 <sup>th</sup> April 2022
3.	Sheila Bishop	Charity Services Co- Ordinator	Charity Services	18 <sup>th</sup> April 2022
4.	Sam Christie	Registration Support	Registration	18 <sup>th</sup> April 2022
5.	Jelena Griscenko	Head of Compliance Monitoring	Compliance & Enforcement	18 <sup>th</sup> April 2022
6.	Martin Hunt	Registration Case Officer	Registration	18 <sup>th</sup> April 2022
7.	Eimear Keogh	Communications Support	Communications & Stakeholder Engagement	18 <sup>th</sup> April 2022
8.	Bernadette Lynch	Charity Services Support	Charity Services	18 <sup>th</sup> April 2022
9.	Freda Mackey	Communications Executive	Communications & Stakeholder Engagement	18 <sup>th</sup> April 2022
10.	Mandy Osborne	Research Manager	Corporate Affairs	18 <sup>th</sup> April 2022
11.	Philip O'Halloran	Compliance Case Officer	Compliance & Enforcement	10 <sup>th</sup> May 2022
12.	Frances Essex	Registration Case Officer	Registration	3 <sup>rd</sup> May 2022



## **6.5 Classification Standard for Registered Charities - outcomes from Open Consultation process and next steps**

- The Authority noted the proposal for a Classification Standard of Registered Charities - outcomes from Open Consultation process and next steps.

**Project team to consider suggestions from the Board in relation to the revised draft Standard set out in Appendix 4 before sending final version for IT development**

## **7.0 Business Plan Tracker**

*GS chaired the meeting for this section.*

- Members of the Authority reviewed and approved the Business Plan Tracker.

## **8.0 CEO Report**

*PH resumed the position of Chair*

### **8.1 Registration**

- Members noted the report on Registration and Reporting and the updates contained therein.
- Members noted that the EMT plan to revisit the KPIs in relation to registration of charities during 2022 in time for January 2023.

### **8.2 Compliance and Enforcement (C&E)**

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

**Members requested an amendment be made to public notices regarding the pausing of investigations to highlight that the relevant investigation has been paused at the request of An Garda Síochána.**

*TC left the meeting.*

### **8.3 Charity Services and Legal**

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

**Authority members noted an article that featured in a recent edition of the Bar Review, it was agreed the Board Secretary would forward the link to all Board members.**

### **8.4 Communications and Stakeholder Engagement**

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

### **8.5 Corporate Affairs and Financial Report**

- Members noted the report on Finance and the updates contained therein.
- Members noted the report on Corporate Affairs and the updates contained therein.

### **8.6 Update on current organisational issues and CEO Matters**

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

## 9 Risk Register

- Members noted the Risk Register.

## 10 Chairperson's Report

- The Chairperson noted that he and the Chief Executive along with members of the Executive had met with the Hon. Dr Gary Johns ACNC (Australian Charities and Not-for-profits Commission) Commissioner on 29<sup>th</sup> of March 2022 to share experiences and discuss emerging issues in relation to the regulation of charities.
- The Chairperson attended two IPA sessions, one was about how boards operate.
- The Chairperson has been in regular contact with the Chief Executive and the Board secretary since the last meeting.

**The Members noted the Chairperson's report and the updates contained therein.**

### 11.0 AOB

- Members noted that any confidential communications for board members' attention would be placed on the Board Portal software for consideration and board members would be notified by an email from the Board Secretary's email address.
- It was noted that the next Board meeting would take place on Thursday, 23<sup>rd</sup> of June 2022;
- There being no further business, the Chairperson thanked all for their contributions and the meeting ended.

**Actions arising from Board Meeting 4, 19<sup>th</sup> of May 2022**

<b>No.</b>	<b>Action</b>	<b>Person Responsible</b>	<b>Timeframe</b>
1.0	Publish minutes for meeting of 24 <sup>th</sup> of March on the Charities Regulator’s website.	Board Secretary	June 2022
2.0	All recommendations of Committee Meeting 4 (5 <sup>th</sup> of May 2022) to be actioned and the Seal to be affixed where appropriate.	Charity Services	May 2022
3.0	Add the amended policies to the Board’s Decision Time’s ‘Admin’ Folder.	MC/COD	May/June 2022
4.0	Circulate the Annual Report 2021 between Board meetings for the Board’s further comments and approval.	GMcC	June 2022
5.0	Add “at the request of An Garda Síochána” in any Public Notice regarding the pausing of a statutory investigation where relevant.	TM	May 2022
6.0	Forward the link to Bar Review Article to Board members.	MC	May 2022

## Key actions carried forward

No	Action	Person Responsible	Timeframe
1.0	MC to add additional column in to the Strategy Monitoring Tool.	Board Secretary	November 2022
2.0	Give consideration to invite some representatives from the CCNI Board and the Authority to a meeting before or after the UK/Ireland Charities Regulators Group Meeting event.	EMT	Q2 – Q3 2022
3.0	Review adoption of a Registration Policy re. UK based charities within 12 months.	MD	June 2022

**Signed:** Patrick Hopkins – Chairperson  
Secretary

Malachy Cardiff – Board