

Minutes of 1st Meeting of the Authority – 26th January 2023 held via Hybrid

Table 1: Authority Members Present:

Name	Detail	Initials
Patrick Hopkins	Chairperson	PH
Martin Sisk	Member of the Authority	MS
Lorraine Lally	Member of the Authority	LL
Geraldine Smith	Member of the Authority	GS
Tony Ward	Member of the Authority	TW
Cathy Holahan	Member of the Authority	CH
Rosemary Keogh	Member of the Authority	RK
Stephen Keogh	Member of the Authority	SK
Darren Lehane	Member of the Authority	DL
Michael O’Sullivan	Member of the Authority	MOS

Apologies: Nicola Keogh

Table 2: Executive in attendance:

Name	Detail	Initials
Helen Martin	Chief Executive Items 1.0 to 10.0	HM
Thomas Mullholland	Director of Compliance and Enforcement Items 1.0 to 10.0	TM
Niall Scanlon	Head of Finance Items 1.0 to 10.0	NS
Malachy Cardiff	Head of Corporate Affairs/Board Secretary Items 1.0 to 10.0	MC
Geraldine McCarthy	Head of Communications & Stakeholder Engagement Items 1.0 to 10.0	GMc
Seán O’Connor	Head of Legal and Charities Services Items 5.3 and 7.3	SOC
Carmel O’Donohoe	Governance and Policy Manager Items 1.0 to 10.0	COD

Apologies: Madeleine Delaney

1.0 Quorum

It was noted that a quorum was present and the meeting was duly convened.

2.0 Apologies

There was one apology from Nicola Keogh.

3.0 Conflicts of Interest

- Members noted that Tony Ward confirmed that he is currently acting as interim CEO of The Wheel and that there is currently no conflict, whether real or perceived. Members noted that should a conflict arise, it would be declared by Mr Ward in line with the Conflict of Interest Policy.
- All members were reminded to send any outstanding SIPO Statement of Interests Declarations to the Board Secretariat prior to the impending SIPO deadline of the 31st of January 2023
- No conflicts of interest were declared

4.0 Approval of minutes for 24th of November 2022 Board minutes

4.1 Draft Minutes of 24th of November Board (In Camera section Included)

- Members reviewed and approved the Meeting of 24th of November 2022 and Note of the Review Day which had the In-Camera section included.
- Members noted that the meeting with representatives from the CCNI Board and members of the Authority was planned to take place in 2023.

4.2 Draft Minutes of 24th of November Board (In Camera section Redacted)

- Members noted the version of the minutes of the Meeting of 24th of November 2022 which had the In-Camera section redacted. It was noted this was the version management had access to on Decision Time.

4.3 Approval of redacted minutes & publication of the Board meeting –24th of November 2022

- Members noted that there was no redaction suggested within the minutes of 24th of November 2022.
- Members reviewed and approved the Board minutes of 24th of November for publication.

It was agreed the Board Secretary would arrange for publication of the minutes on the website.

4.4 Decision between Board meetings on 16th January 2023: Proposal for approval of Framework Agreements and Contracts following tender process for the provision of legal services to the Charities Regulator

- As per Standing Order 11.10 decisions taken by written procedure between meetings of the Board will be recorded in the minutes of the subsequent Board meeting.

On 16th of January 2023, the Authority Members:

- Approved entering the Framework Agreements with each of the Framework Members;*
- Approved the award of Contracts to the Framework Members; and*
- Authorised the Chief Executive to sign the Framework Agreements and the Contracts on behalf of the Authority.*

4.5 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 presented the minutes of the meeting of the 12th December 2022 and the Annual Report from the FARG Committee.

- Members noted that a small amendment to section 11.0 of the minutes.
- The Chair of the FARG Committee updated the Board on their meeting with the C&AG. The C&AG was complimentary on the quality of the financial statements presented for audit and acknowledged the professionalism of the Finance team in working with the C&AG during the audit.
- Members noted that another Induction to the FARG Committee will be scheduled for new members of the Authority.

The Authority noted the minutes of the meeting of the 12th December 2022 and the Annual Report from the FARG Committee.

5.2 Report of the Regulatory Committee (RC)

- The Chairperson of the Regulatory Committee updated the members on the Committee's work.
- Members noted that the RC met on 25th of January and the minutes of that meeting will be included within the February Board update.
- Members noted that they will be invited to a short presentation on Regulatory developments on 28th of February 2023.

The Authority noted the Regulatory Committee's update

5.3 Report of the Charity Services Committee (CSC)

- The Board considered the minutes of Meeting 1 of 2023 of the Charity Services Committee held on the 12th of January 2023, 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.

The Authority noted the Charity Services Committee's update. The Authority approved all recommendations of the Committee Meeting 1 (12th of January 2023) and authorised the Seal to be affixed where appropriate.

5.4 Performance Resource Planning and Advisory Committee (PRPAC)

- The Chair of the PRPAC presented the minutes of Meeting 3 of 2022, which took place on 8th of December 2022 and updated the members on its work.

The Authority noted the report of the PRPAC.

6.0 Decisions of the Authority

6.1 Approval of Budget 2023

- Members reviewed and discussed the Budget for 2023;

Members approved the Budget 2023.

6.2 Approval of Business Plan 2023

- Members reviewed and discussed the Business Plan for 2023.

Members approved the Business Plan for 2023.

6.3 Approval of Strategy Progress Report and the Business Plan Tracker 2022

Y/E

(i) Approval of Strategy Progress Report

- Members reviewed and discussed the Strategy progress Report Dec 2022.
- Members noted that the progress of the Strategy statement would be reviewed at regular intervals along its lifecycle.

Members approved the Strategy Progress Report Dec 2022.

(ii) Approval of Business Plan Tracker Y/E

- Members reviewed and discussed the Business Plan Tracker 2022 Y/E.

Members approved the Business Plan Tracker 2022 Y/E.

6.4 Proposal to appoint new committee members

- Members reviewed and discussed the proposal to appoint new committee members.

Members approved the updated committee membership.

6.5 Approve Terms of Reference for the Nominations Committee

- Members discussed the proposal to set up a new Nomination Committee and its Terms of Reference.
- Members noted a clarification was required to paragraph 5.2 to indicate that the Committee Chairperson is the Chairperson of the Authority and paragraph 7.3 to clarify who may be invited to attend the committee meetings.

Members approved the Proposal and the Terms of Reference for the Nominations Committee, subject to the two amendments as outlined above to be made.

6.6 Governance Documents

(i) Terms of Reference for the Finance, Audit, Risk and Governance (“FARG”) Committee

Members noted that there were two small amendments to be made to the TORs.

Members approved the Terms of Reference for the Finance, Audit, Risk and Governance (“FARG”) Committee, subject to the 2 small amendments.

(ii) Terms of Reference for the Charity Services Committee (“CSC”).

Members approved the Terms of Reference for the Charity Services Committee (“CSC”).

(iii) Terms of Reference for the Performance, Resource Planning and Advisory Committee (“PRPAC”)

Members approved the Terms of Reference for the Performance, Resource Planning and Advisory Committee (“PRPAC”).

(iv) Terms of Reference for the Regulatory Committee (“RC”)

Members approved the Terms of Reference for the Regulatory Committee (“RC”).

(v) Access Policy

Members noted a number of small amendments to be made to the Access Policy.

Members agreed that the Access Policy would be brought back to the February Board for final approval.

(vi) The Division of responsibilities of the Chairperson and the Chief Executive

Members approved the Division of responsibilities of the Chairperson and the Chief Executive

7.0 CEO Report

7.1 Registration

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

7.2 Compliance and Enforcement (C&E)

- Members noted the report on Compliance and Enforcement and the updates contained therein.
- Members noted the discussion paper on the Charities Governance Code monitoring plan 2023.

7.3 Charity Services and Legal Affairs

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

7.4 Communications and Stakeholder Engagement

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

7.5 Corporate Affairs and Financial Report

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

7.6 Update on current organisational issues and CEO Matters

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

8.0 Corporate Risk Register

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

Members noted the Corporate Risk Register.

9.0 Chairperson's Report

- The Chairperson and the Chief Executive attended an Oversight & Assurance meeting with DRCD 7th of December 2022;
- The Chairperson met/spoke with the Chief Executive and Board Secretary on a regular basis;
- The Chairperson attended the PRPAC on 8th December 2022.

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

10.0 AOB

- There being no further business, the Chairperson thanked all for their contributions and the meeting ended.

11.0 In-Camera Session

[REDACTED]

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- [REDACTED]

Table 3: Actions arising from Board Meeting 1, 26th of January 2023

No.	Action	Person Responsible	Timeframe
1.0	Publish redacted minutes for Meeting 9 that took place on 24 th of November 2022 on the Charities Regulator’s website.	Board Secretary	Feb 2023
2.0	All recommendations of Committee Meeting 1 (12 th of January 2023) to be actioned and the Seal to be affixed where appropriate.	Charity Services	Jan 2023
3.0	Access policy to be brought back to the Board for approval	Board Secretary	Feb 2023
4.0	Two amendments to be made to the Terms of Reference for the Nominations Committee	Board Secretary	Feb 2023
5.0	Two amendments to be made to the Terms of Reference for the FARG Committee	Board Secretary	Feb 2023
6.0	The Chairperson to liaise with the CEO and Board Secretary on the issues discussed in-camera.	Chair	Feb 2023

Key actions carried forward

No.	Action	Person Responsible	Timeframe
1.0	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	2023 <i>(Date changed)</i>

Signed: Patrick Hopkins – Chairperson

Malachy Cardiff – Board Secretary