

Minutes of 5th Meeting of the Authority – 22nd of June 2023 held via Hybrid

Table 1: Authority Members Present:

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

Apologies: Martin Sisk; Nicola Keogh

Table 2: Executive in attendance:

Name	Detail	Initials
Helen Martin	Chief Executive Items 1.0 to 11.0	HM
Madeleine Delaney	Director of Legal and Registration Items 6.6 to 11.0	MD
Thomas Mullholland	Director of Compliance and Enforcement Items 1.0 to 11.0	TM
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
Geraldine McCarthy	Head of Communications & Stakeholder Engagement Items 1.0 to 11.0	GMc
Megan Gill	Head of Registration Items 7.1	MG
Seán O’Connor	Head of Charity Services Items 1.0 to 11.0	SOC
Carmel O’Donohoe	Governance and Policy Manager Items 1.0 to 11.0	COD

Apologies: none

1.0 Quorum

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

2.0 Apologies

The apologies from Martin Sisk and Nicola Keogh were noted.

3.0 Conflicts of Interest

- A conflict of interest was declared by RK, which related to Item 6.4 of this Board meeting. It was agreed that RK would absent herself from this section of the Meeting and will be excluded from the decision-making process.
- A conflict of interest was declared by ES, which related to Item 6.2 of this Board meeting. It was agreed that ES would absent himself from this section of the Meeting and will be excluded from the decision-making process.

4.0 Approval of minutes of the Board Meeting dated 25th of May 2023

- Members reviewed and approved the minutes of the Board Meeting of 25th of May 2023.

4.1 Approval of redacted minutes of the Board meeting dated 25th of May 2023 & publication of same.

- Members noted that there were three suggested redactions within the minutes of 25th of May 2023.
- Members reviewed and approved the redacted Board minutes of 25th of May 2023 for publication.

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

4.2 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 members on its 3rd meeting of 2023 held on the 12th of June.
- Members noted that they would receive the finalised draft minutes for the FARG committee meeting for 12th of June in due course.

The Authority noted the report of the FARG Committee.

5.2 Report of the Regulatory Committee (RC)

- Member of the Regulatory Committee MOS, in the Chairperson MS's absence, updated members on its 4th meeting of 2023 held on the 6th of June.
- Members noted the verbal update on the Data Integrity project.

The Authority noted the Regulatory Committee's update.

5.3 Report of the Charity Services Committee (CSC)

- The Board considered the minutes of Meeting 5 of 2023 of the Charity Services Committee held on the 8th of June 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 matter at 8.1 in the CSC minutes was discussed by the Board and it was agreed that the Executive will provide a further update to the CSC for consideration .

- Members noted that Judge John O'Connor's tenure as an External member of the CSC expires in July. They expressed their thanks and commended his contribution to the work of the Charities Services Committee, having served on the committee for 8 years.
- Members noted that the Chairperson has received one nomination to replace Judge O'Connor on the CSC.

The Chairperson requested members to provide any appropriate nominations with the requisite skill set to replace External Member Judge O'Connor on the CSC to himself in his capacity as Chairperson of the Nominations committee by 7th of July for further consideration by the Nominations committee and for recommendation to the Board.

Board secretary to draft a letter of thanks to outgoing External member of the CSC - Judge John O'Connor from the Chairperson of the Board on behalf of the Board.

The Executive to present an additional memo concerning the matter at 8.1 to the CSC for their further consideration.

The Authority noted the Charity Services Committee's update. The Authority approved all recommendations of Committee Meeting 5 (8th of June 2023), with the exception of item 8.1 as outlined above, and authorised the Seal to be affixed where appropriate.

5.4 Performance Resource Planning and Advisory Committee (PRPAC)

- The Chair of the Committee updated members on its work since its last meeting on 11th of May 2023.
- Members noted that there was no update since the last meeting.

6.0 Decisions of the Authority

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

6.5 Budget Estimates 2024

Members reviewed the following for submission to DRCD:

- Budget Projections 2023 (Draft)
- Estimates 2024 (Draft), [REDACTED]
[REDACTED].

Members approved the documents as outlined for submission to DRCD.

MD entered the meeting.

- Members noted the verbal update on the Judicial Review proceedings.

[REDACTED]

[REDACTED]

6.7 Memorandum of Understanding (MoU) with the HSE

Members discussed the Charities Regulator's Draft MoU with the HSE.

Members approved the Charities Regulator's Draft MoU with the HSE subject to the amendment proposed.

6.8 Governance Documents

- (i) Board annual evaluation policy and procedure
- (ii) Board improvement action plan update
- (iii) Staff Code of Conduct
- (iv) Charities Regulator's Acceptable Usage Policy
- (v) Protected Disclosures (External)
- (vi) Procurement Policy
- (vii) Access to Legal Services Policy
- (viii) Governance Framework
- (ix) Conflicts of Interest Policy
- (x) Customer Service Charter and Action Plan
- (xi) Complaints Policy
- (xii) Gender Balance, Diversity and Inclusion Policy
- (xiii) Data Protection Policy
- (xiv) Data Retention and Destruction Policy
- (xv) Website Privacy Policy

Members approved the governance documents as listed above.

Members noted that there will be an update from the Data Protection Officer (DPO) at the July Board.

7.0 CEO Report

Members noted the Executive Summary of the Chief Executive's 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.

TM will provide the number of Protected Disclosures received on a Year-to-Date basis in the C&E Update going forward.

7.3 Communications and Stakeholder Engagement

- Members noted the report on Communications and Stakeholder Engagement and the updates contained therein.
- Members noted the Annual Report 2022.

GMcC to provide a summary update on progress to the Board on the Stakeholder Forum in Q3.

7.4 Charity Services and Legal Affairs

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

7.5 Corporate Affairs and Finance

- Members noted the report on Corporate Affairs and the updates contained therein.
- Members noted the report on Finance and the updates contained therein.
- Members noted the Internal Audit Report on Procurement and Contracts management.

- Members noted the C&AG Audit Reports 2022 for the Charities Regulatory Authority and for the Charity Funds.

Members noted the Oversight and Assurance Agreement 2023, subject to updating the amendment to the reference of the Protected Disclosures Act.

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.
- Members noted the verbal update on the Charities (Amendment) Bill.
- Members noted the Draft Report in relation to the Irish Charities Survey 2022.
- The Research Manager gave a presentation on the Draft Charity Survey Report 2022.
- Members noted the verbal update on correspondence.

The Chief Executive plans to circulate to members a note regarding Charities (Amendment) Bill.

GMcC to issue Members an invitation to the webinar to launch the Draft Charity Survey Report 2022 which will take place on Wednesday, 1pm 27th of June.

Members to receive a copy of the Charity Survey Report 2022 presentation.

8.0 Corporate Risk Register

- Members noted an additional risk has been added to the Risk Register re. succession planning and the verbal update regarding the external review of the Risk Register.
- Members noted the Risk Register.

9.0 Business Plan Tracker –May 2023

- Members approved the Business Plan Tracker for May 2023.

10.0 Chairperson's Report

- The Chairperson and the Chief Executive met with Minister Joe O'Brien regarding the publication of the Annual Report 2022 on Tuesday 20th of June.
- The Chairperson and the Chief Executive plan to meet officials from DRCD on the 27th June 2023 to review the Oversight and Assurance Agreement 2023.

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

11.0 AOB

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

Table 4: Actions arising from Board Meeting 5, 22nd of June 2023

No.	Action	Person Responsible	Timeframe
1.0	Publish redacted minutes for Meeting 4 that took place on 25 th of May 2023 on the Charities Regulator’s website.	Board Secretary	June 2023
2.0	All recommendations of Committee Meeting 5 (8 th of June 2023) with the exception of item 8.1 as outlined in the minutes to be actioned and the Seal to be affixed where appropriate.	Charity Services	June 2023
3.0	The Executive to present an additional memo concerning the matter at 8.1 to the CSC for their further consideration.	Charity Services	July 2023
4.0	Provide any appropriate nominations with the requisite skill set to replace External Member Judge O’Connor on the CSC to the Chairperson of the Nominations committee by 7 th of July for further consideration by the Nominations committee and for recommendation to the July Board.	Members	7 th of July 2023
5.0	Draft a letter of thanks to outgoing External member of the CSC - Judge John O’Connor - from the Chairperson of the Board on behalf of the Board.	Board secretary	July 2023
6.0	Provide the number of Protected Disclosures received on a Year to Date basis in the C&E Update.	TM	July 2023 & onwards
7.0	Provide a summary update on progress to the Board on the Stakeholder Forum.	GMcC	Q3 2023
8.0	Circulate to members the letter regarding Charities (Amendment) Bill.	Chief Executive	Q3 2023
9.0	Issue Members an invitation to the webinar to launch the Draft Charity Survey Report 2022 which will take place on Wednesday, 1pm 27 th of June.	GMcC	June 2023

No.	Action	Person Responsible	Timeframe
10.0	Issue a copy of the Charity Survey Report 2022 presentation on Board portal software	Board Secretary	June 2023

Table 5: Key actions carried forward

No.	Action	Person Responsible	Timeframe
1.0	Management to proceed with procuring a PHI scheme which can be made available for staff to purchase	Board Secretary	Q3 2023
1.0	Set up an information workshop for members on the work of the Charity Services Unit.	MD	Nov 2023 <i>(Date changed*)</i> <i>*Part of Nov Training Day.</i>
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	2023 <i>(Date changed)</i>
3.0	Table the Board Evaluation Action Plan for review and monitoring on a regular basis	Board Secretary	Oct 2023 <i>(Date changed)</i>

Signed: Patrick Hopkins – Chairperson

Malachy Cardiff – Board Secretary