

Minutes of 12th Meeting of the Authority – 24 October 2024 held via Hybrid

Table 1: Authority Members Present:

Name	Detail	Initials
Gerry Kearney	Chairperson	GK
Lorraine Lally	Member of the Authority	LL
John O'Donnell	Member of the Authority	JOD
Mari Daly	Member of the Authority	MD
Cathy Holahan	Member of the Authority	CH
Máire McMahon	Member of the Authority	MM
Geraldine Smith	Member of the Authority	GS
Stephen Keogh	Member of the Authority	SK
Darren Lehane	Member of the Authority	DL
Tony Ward	Member of the Authority	TW
Michael O'Sullivan	Member of the Authority	MOS
Nicola Keogh	Member of the Authority	NK
Ercus Stewart	Member of the Authority	ES

Apologies: n/a

Table 2: Executive in attendance:

Name	Detail	Initials
Madeleine Delaney	Chief Executive Items 1-4; 7-14	MPD
Thomas Mulholland	Director of Compliance and Enforcement Items 1-4; 8-14	TM
Ciara Finn	Head of HR Item 8.5	CF
Geraldine McCarthy	Head of Communications & Stakeholder Engagement Items 7-14.	GM
Carmel O'Donohoe	Governance and Policy Manager/Minute Taker Items 1-4; 7-14.	COD

Apologies: Malachy Cardiff, Meagan Gill, Seán O'Connor

Table 3: External members in attendance:

Mary Carroll	Strategy Facilitator, Growth Potential	MCar
Aidan Horan	Independent Expert	AH

1.0 Quorum

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

2.0 Introduction and apologies

- It was noted that DL would dial in a few minutes late.

3.0 Conflicts of Interest

- There were no conflicts of Interest noted.

4.0 Approval of Minutes of Previous Meetings

4.1 Draft minutes of the Board meeting dated 26 September 2024

- The Board reviewed and approved the Board minutes of 26 September 2024 subject to some minor amendments

4.2 Matters arising

- There were no matters arising.

The Executive left the meeting at 14:03

5.0 Reserved Session

5.1 Public Accounts Committee

- The Chairperson noted the CEO's attendance at the Public Accounts Committee on 17th October where the resourcing of the Regulator was raised by members of the Committee.

5.2 Organisational Review by the Independent Expert

- The Chairperson indicated that Aidan Horan, the Independent Expert appointed to review and advise the Board on organisational matters arising from the Prime Time programme, would brief the Board meeting on the status of his work and provide a high level overview of his emerging findings and recommendations.

- The independent expert findings may input to the development of the Charities Regulator's Strategy 2025 to 2027.

5.3 Strategy 2025 to 2027

- The Chairperson indicated that the strategy facilitator, Mary Carroll from Growth Potential, would subsequently brief the Board meeting on the status of the work to date and the next steps.
- The Chairperson outlined that the Strategy Planning Committee has met with the strategy facilitator and has proposed key areas to be named in the strategy for consideration by the Board.
- A range of relevant outputs and appropriate metrics would be developed when these key areas were agreed.

DL joined the meeting at 14:16

6.0 Briefing on organisational review by independent expert

AH joined the meeting

- The Chairman welcomed AH and outlined his background and areas of expertise.
- AH provided an overview of the two main areas of his review, namely to assess/validate the reports to the Board by the Executive and to advise the Board on organisational matters to be followed up.
- AH outlined the review's TOR, scope and the four stage methodology adopted. He confirmed that he had received full cooperation and open engagement from the Executive. Furthermore, the Executive responded promptly and speedily to all requests for documentation and information. Interviews were conducted with 15 interviewees comprising management and staff, the chairpersons of the board and committees, and DCRD senior officials. He confirmed the report is at final draft stage and is due to be finalised within the next fortnight.
- AH advised that the overall finding is an assertion of substantial assurance and confidence in the Executive Report as submitted to the Board.

- He noted that the PT programme resulted in a lot of internal reflection and he acknowledged the Chief Executive’s leadership and immediate engagement and communication with staff on the morning following the broadcast.
- AH noted shortcomings with the PT programme and issues to be addressed for the Regulator.
- AH provided an overview of the findings in the six areas reviewed (viz. information systems and records, Charities Regulator’s correspondence, media and communications, Charities Regulator’s brand and outreach, the Register, and organisation responsiveness) and three additional observations in relation to the organisational structure, engagement with other public bodies and the Charity Governance Code. He outlined a number of the key recommendations, including the development and Board approval of a media policy for the Charities Regulator.
- The Chairperson noted the review areas and welcomed the assertion of substantial assurance and confidence in the Executive Report submitted to the Board. He noted that AH will return to the Board to present the final report next month.
- The Chairperson thanked AH for his briefing.

AH left the meeting

The Executive re-joined the meeting at 14:34

7.0 Strategy session – next steps

MCar joined the meeting

7.1 Report back by the Strategy Planning Committee

- The Board noted the overview of the Progress to date on the next strategy statement 2025 – 2027 given by Mary Carroll.

7.2 Board Review and discussion

- The Board reviewed, discussed and gave feedback on the four strategic objectives
 - SO 1: Stakeholder Engagement
 - SO 2: The Register

- SO 3: Regulatory Approach
 - SO 4: Organisational Capability
- which were agreed.
- The Board noted the following steps to progress development of the draft Strategy:
 - The Management Strategy Group (MSG) to meet on 7 November 2024 to set out proposed actions under each Strategic Objective ;
 - Chief Executive, the Head of Corporate Affairs and MCar to meet to discuss feasibility, resourcing, costs, risks and design
 - Strategic Planning Committee (SPC) to meet to review the output of the MSG meeting of 7 November 2024
 - A further meeting of the Board to progress the draft Strategy may be convened before the November Board meeting.
 - The Board commended MCar on her work thus far in supporting the development of the next Strategy Statement.

MCar left the meeting

8.0 CEO Report

8.1 Registration

- The Board noted the report on Registration and the updates contained therein.

8.2 Compliance and Enforcement (C&E)

- The Board noted the report on C&E and the updates contained therein.
- The Board the verbal update given by TM on statutory investigations.
- The Board noted that the Executive Team were working with the AHBRA on matters of common interest.

8.3 Communications and Stakeholder Engagement

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

- The Board noted that the Charities Trustees' Week is due to take place from 11 to 15 of November 2024, and that two events will be hosted by the Charities Regulator, and a third event will be co-hosted with Volunteer Ireland.
- The Board noted that there will be a campaign known as "Click, Check, Give" which will be on both national and local radio stations to promote informed giving.

8.4 Charity Services and Legal Affairs

- The Board noted the report on Charity Services and Legal Affairs and the updates contained therein.
- The Board noted that there was no CSC meeting since the last Board meeting in September.
- The Board noted the verbal update on legal affair matters since the report was written.

8.5 Corporate Affairs, Finance and HR

- The Board noted the report on Corporate Affairs and the updates contained therein.
- The Board noted that there would be cyber security awareness training given to the Board at their Training day in November.
- The Board noted the report on Human Resources and the updates contained therein. They noted the verbal update on recruitment matters since the Report was written.
- The Board noted the report on Finance Update.
- Against the backdrop of the vacancy of Head of Finance, the Board acknowledged and commended the work of the officers in the Finance and Corporate Affairs team

8.6 Update on current organisational issues and CEO Matters

- The Board noted the update on current organisational issues and CEO matters.
- The Board noted the verbal update on the Charities Amendment Act 2024.
- The Board noted the CEOs opening statement and the deliberations at the meeting of Public Accounts Committee on 17 October 2024.

9.0 Update from Committees

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

- The Board noted there was no meeting of the FARG Committee since the last meeting of the Board and the next scheduled meeting is in December.
- The Board noted the draft minutes of Meeting 4 of 2024, held on 18 September 2024.

9.2 Report of the Regulatory Committee (RC)

- The Board noted the report of the Chairperson of the RC since the last meeting of the Board

9.3 Report of the Charity Services Committee (CSC)

- There was no meeting in October and the next scheduled meeting is due 14 November 2024.

9.4 Performance Resource Planning and Advisory Committee (PRPAC)

- The Board noted the verbal report of the Chairperson of the PRPAC since the last meeting of the Board.

10.0 Decisions by the Authority

10. 1 Confirmation of appointment of personnel as staff of the Charities Regulator.

- The following resolution was passed by the Charities Regulatory Authority (hereinafter referred to as “the Board”) on 24 October 2024. In accordance with section 24(1) of the Charities Act 2009, the Board confirms the appointment of the following staff member of the Charities Regulator as and from the commencement date specified.

Staff Member to be appointed:

	Name	Position	Grade Equivalent	Unit	Commencement Date
1.	Karen O’Reilly	Support Officer	Clerical Officer	Corporate Affairs	1 October 2024

11.0 Corporate Risk Register

- It was agreed to update the actions relating to Risk (no. 11) on the Risk Register regarding the practical implications of the implementation of the Charities Amendment Act.
- Subject to the above update, the Board approved the risk register.

12.0 Business Plan Tracker

- Members noted the Business Plan Tracker for September 2024.

13.0 Chairperson’s Report

- The Chairperson’s update is contained within the reserved session at item 5.

14.0 AOB

- The Board Secretary to update the October Board Pack with slides from the Strategy update at section 7.0 and with slides briefing on organisational review by independent expert Aidan Horan at section 6.0.
- There being no other business, the Chairperson thanked all for their contribution and closed the meeting.

Actions arising from Board Meeting 12, 24 October 2024

No.	Action	Person Responsible	Timeframe
1.0	Update the Board minutes of 26 September 2024	Board Secretary	October 2024
2.0	The Management Strategy Group to meet on 7 November 2024	Chief Executive	November 2024
3.0	The SPC to meet to consider latest output on Strategy	Chief Executive	November 2024
4.0	Possible further meeting of the Board before the end November meeting	Chair	November 2024
5.0	Update the actions relating to Risk (no. 11) on the Risk Register regarding the practical implications relating to the implementation of the Charities Amendment Act.	Chief Risk Officer/Chief Executive	November 2024
6.0	Update the October Board Pack with slides from the Strategy update at section 7.0 and the briefing on organisational review by independent expert Aidan Horan at section 6.0.	Board Secretary	November 2024

Key actions carried forward from Meeting 8, 26 September 2024

No.	Action	Person Responsible	Timeframe
1.0	The FARG Committee to oversee the CIF Project	FARG Committee	Q4 2024

Key actions carried forward from Meeting 7, 1 August 2024

No.	Action	Person Responsible	Timeframe
1.0	Publish redacted minutes for the additional Board meeting of 11 June 2024 on the Charities Regulator’s website at the appropriate time.	Board Secretary	TBC
2.0	Discussion on the Charities Governance Code to a future Board meeting	Board Secretary	TBC

Signed: Gerry Kearney – Chairperson

Malachy Cardiff – Board Secretary