

Minutes of 6th Meeting of the Authority – 20 June 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
Tony Ward	Member of the Authority	TW
Nicola Keogh	Member of the Authority	NK
Ercus Stewart	Member of the Authority	ES
Michael O'Sullivan	Member of the Authority	MOS

Apologies: N/A

Table 3: Executive in attendance:

Name	Detail	Initials
Madeleine Delaney	Director of Legal Affairs and Registration / Interim CEO Items 1.0 to 13	MD
Malachy Cardiff	Head of Corporate Affairs/Board Secretary Items 1.0 to 13	MC
Meagan Gill	Head of Registration Items 8.1 to 8.5	MG
Niall Scanlon	Head of Finance Item 8.9	NS
Amy Sheeran	Corporate Affairs Support Officer Items 1.0 to 13	AS

Apologies: N/A

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 SK would join the meeting at about 3pm.

3.0 Conflicts of Interest

- One potential conflict of interest was declared by GS in relation to [REDACTED]. It was agreed this did not constitute a conflict of interest for this meeting.
- A potential conflict of interest was declared by Charity Services Committee (“CSC”) member NK related to the Charity Services Committee meeting minutes held on 20 June 2024 (at Agenda Item 7.3 on this Board meeting).
- A potential conflict of interest was declared by Charity Services Committee (“CSC”) member LL related to item 8.1 of the Charity Services Committee meeting minutes held on 20 June 2024 (at Agenda Item 7.3 on this Board meeting).
- It was agreed that NK and LL would absent themselves from agenda item 7.3 of this meeting.

4.0 In Camera Session: Matters relating to the Charities Regulator raised in RTÉ’S Prime Time

- The Chairperson stated that the purpose of this part of the meeting was to consider the Executive Report to the Board in relation to the matters arising from the Prime Time programme and the framing of the Board’s response.
- MD briefed the Board on the response by the Executive to the issues raised in the programme.
- Members discussed and noted the briefing and the Executive report

MD, MC and AS left the meeting at 2:20pm.

- The board then met in reserved session.
- Members noted that the facts of the cases significantly differed to the narrative presented on the Prime Time broadcast.
- It was also acknowledged that organisational shortcomings have come to light in the areas of communications, records management, and PR/engagement with stakeholders.

- Members noted the value of engaging independent external expertise to advise as to how best these issues should be tackled
- Members noted that the wider strategic issues arising will be considered as part of the Board's deliberations when finalising the 2025 - 2027 Statement of Strategy.
- Members expressed their support for staff during this time.
- Members agreed the following actions:
 1. A subgroup of the Board, comprising the Chairperson and the Chairpersons of the Board's four subcommittees, to draft the Board's response to the issues raised.
 2. The Board will meet to consider the draft response.
 3. The Head of Communications and the External Communications advisor to brief the Board on a communications strategy relating to this matter.
 4. The Executive's report and the Board's response will be provided to the Minister.
 5. The report by the Executive to be provided to the Department in the meantime for its information.
- The value of a reserved session at the start of each Board meeting was noted.
- The Chairperson thanked all for their contribution and closed this part of the meeting

MD, MC, and AS returned to the meeting at 3:00pm.

5.0 Approval of minutes of the Board Meeting dated 23 of May 2024

5.1 Approval of minutes of the Board meeting dated 23 of May 2024

- Members reviewed and approved the Board minutes of 23 of May 2024.

5.2 Approval of redacted minutes of the Board meeting dated 23 of May 2024 and publication of same.

- Members reviewed and approved the redacted Board minutes of 23 of May 2024 for publication.

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

5.3 Approval of draft minutes of the Unscheduled Board meeting dated 11 of June 2024

- Members reviewed and approved the minutes of the Unscheduled Board meeting of 11 of June 2024.

5.4 Approval of redacted draft minutes of unscheduled Board meeting dated 11 of June 2024 and publication of same.

- Members reviewed and approved the redacted draft minutes of the Unscheduled Board meeting of 11 of June 2024 for publication.

It was agreed that the Board Secretary would arrange for publication of the redacted draft minutes on the website at an appropriate time.

6.0 Matters Arising

- There were no matters arising.

7.0 Update from Committees

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

- The Board noted the minutes of the FARG Committee Meeting of 10 June 2024 and the report of the Chairperson of the FARG Committee since the last meeting of the Board.

7.2 Report of the Regulatory Committee (RC)

- The Board noted the minutes of Meeting 3 of the Regulatory Committee which took place on 4 June 2024 and the report of the Chairperson of the Regulatory Committee since the last meeting of the Board.

7.3 Report of the Charity Services Committee (CSC)

NK and LL absented themselves from the meeting.

- The Board noted the minutes of meeting 4 of 2024 for the Charity Services Committee held on 11 June 2024 and the memos and the papers on the Board portal software.
- The Board formally approved all recommendations of the Committee and adopted same as decisions of the Authority.
- The Board authorised the Seal of the Authority to be affixed where appropriate.

i. Charity Services Committee 20 June 2024

- The Board noted the minutes containing recommendations from matters considered by written procedure as a decision between meetings on 20 June 2024 and the memos and the papers on the Board portal software.
- The Board formally approved all recommendations of the Committee and adopted same as decisions of the Authority.
- The Board authorised the Seal of the Authority to be affixed where appropriate.

NK and LL re-joined the meeting.

7.4 Performance Resource Planning and Advisory Committee (PRPAC)

- The Board noted the minutes of the PRPAC Committee which took place on 23 May 2024 and the report of the Chairperson of the PRPAC since the last meeting of the Authority.

SK joined the meeting at 3:10pm.

8.0 Decisions by the Authority

8.1 Decision to refuse application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 from [REDACTED]

[REDACTED]

- The Board reviewed and discussed the recommendation to refuse an application to be entered in the Register of Charitable Organisations from [REDACTED] under section 39 of the Charities Act 2009.

The Board agreed to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 pertaining to [REDACTED] [REDACTED] for the reasons in the Notice of Intention to Recommend Refusal of an Application under Section 39 of the Charities Act 2009 dated 20 March 2024.

8.2 Decision to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 from [REDACTED]

[REDACTED]

- The Board reviewed and discussed the recommendation to refuse an application to be entered in the Register of Charitable Organisations from [REDACTED] under section 39 of the Charities Act 2009.

The Board agreed to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 pertaining to [REDACTED] [REDACTED] for the reasons outlined in the Notice of Intention to Recommend Refusal of an Application under Section 39 of the Charities Act 2009 dated 24 April 2024.

8.3 Decision to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 from [REDACTED]

- The Board reviewed and discussed the recommendation to refuse an application to be entered in the Register of Charitable Organisations from [REDACTED] under section 39 of the Charities Act 2009.

The Board agreed to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 pertaining to [REDACTED] [REDACTED] for the reasons in the Notice of Intention to Recommend Refusal of an Application under Section 39 of the Charities Act 2009 dated 09 April 2024.

8.4 Decision to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 from [REDACTED]

- The Board reviewed and discussed the recommendation to refuse an application to be entered in the Register of Charitable Organisations from [REDACTED] under section 39 of the Charities Act 2009.

The Board agreed to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 pertaining to [REDACTED] [REDACTED] for the reasons outlined in the Notice of Intention to Recommend Refusal of an Application under Section 39 of the Charities Act 2009 dated 09 April 2024.

8.5 Decision to refuse an application to be entered in the Register of Charitable Organisations made under section 39 of the Charities Act 2009 from [REDACTED]

- The Board reviewed and discussed the recommendation to refuse an application to be entered in the Register of Charitable Organisations from [REDACTED] under section 39 of the Charities Act 2009.

The Authority agreed to refuse an application for charitable status made under section 39 of the Charities Act 2009 pertaining to [REDACTED] for the reasons outlined in the Notice of Intention to Recommend Refusal of an Application under Section 39 of the Charities Act 2009 dated 08 February 2024.

8.6 Climate Action Roadmap (Q2 2024)

- The Board reviewed and approved the Climate Action Roadmap Report for Q2 2024.

It was agreed that the Board Secretary would submit this report to SEAI and DRCD, and publish to the Charities Regulator's website.

8.7 Payment of Invoice in excess of €100k

- The Board reviewed and approved the payment of the invoice in excess of €100k

8.8 Approval of monthly credit limit of Purchase Card of Invoice

- This item was deferred to a future Board meeting.

8.9 Approval of the Draft Budget Projections 2024 and Draft Estimates 2025 for submission to DRCD

- The Board reviewed and approved the Draft Budget Protections 2024 and Draft Estimates 2025 for submission to DRCD.

8.10 Governance Documents

This item was deferred to a future Board meeting.

9.0 CEO Report

9.1 Registration

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

9.2 Compliance and Enforcement (C&E)

- Members noted the report on C&E and the updates contained therein.

9.3 Communications and Stakeholder Engagement

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

9.4 Charity Services and Legal Affairs

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

9.5 Corporate Affairs, Finance and HR

- The Board noted the report on Corporate Affairs and the updates contained therein.
- The Board noted the report on Human Resources and the updates contained therein.
- The Board noted the report on Finance Update.

9.6 Update on current organisational issues and CEO Matters

- The Board noted the update on current organisational issues and CEO matters.

10.0 Corporate Risk Register

- Members noted the Corporate Risk Register.

11.0 Business Plan Tracker

- Members noted the Business Plan Tracker for June 2024.

12.0 Chairperson's Report

- The Chairperson advised that he will continue to liaise with the subcommittee of chairs, the Interim CEO and the Head of Communications in relation to matters raised in the Prime Time programme. It was also noted that an unscheduled Board meeting will be held in July.

13.0 AOB

- There being no other business, the Chairperson thanked all for their contribution and closed the meeting.

Table 4: Actions arising from Board Meeting 5, 20 June 2024

No.	Action	Person Responsible	Timeframe
1.0	Publish redacted minutes for the Board meeting of 23 May 2024 on the Charities Regulator’s website.	Board Secretary	July 2024
2.0	Publish redacted minutes for the Unscheduled Board meeting of 11 June 2024 on the Charities Regulator’s website at the appropriate time.	Board Secretary	TBC
3.0	<ol style="list-style-type: none"> 1. The subgroup of the Board to draft the Board’s response to the issues raised. 2. The Board will meet to consider the draft response. 3. The Head of Communications and the External Communications advisor to brief the Board on a communications strategy relating to this matter. 4. The Executive’s report and the Board’s response will be provided to the Minister. 5. The report by the Executive to be provided to the Department in the meantime for its information. 	<p>Subgroup of the Board</p> <p>Board</p> <p>The Head of Communications</p> <p>Chair</p> <p>Chief Executive</p>	<p>July 2024</p> <p>July 2024</p> <p>Q3 2024</p> <p>July 2024</p> <p>June 2024</p>
3.0	All the recommendations of the Charity Services Committee Meeting 4 (11 June 2024) as outlined in the minutes, to be actioned and the Seal to be affixed where appropriate.	Charity Services	June/July 2024

No.	Action	Person Responsible	Timeframe
4.0	All the recommendations of the Charity Services Committee considered by written procedure as a decision between meetings on 20 June 2024 as outlined in the minutes, to be actioned and the Seal to be affixed where appropriate.	Charity Services	June/July 2024
5.0	Five letters of decisions to refuse charitable status to be issued.	Head of Registration/The Chair	June/July 2024
6.0	Submit Climate Action Roadmap to SEAI and DRCD	Board Secretary	June 2024
7.0	Draft Budget to be submitted to DRCD	Head of Finance	June 2024
8.0	Deferred agenda items to be rescheduled for a future Board meeting	Board Secretary and Chair	TBC

Table 5: Key actions carried forward from Meeting 4, 23 May 2024

No.	Action	Person Responsible	Timeframe
1.0	Discussion on the Charities Governance Code to a future Board meeting	Board Secretary	TBA
9.0	A further update on the CIF project to be given to the Board	Head of Charity Services	September 2024

Signed: Gerry Kearney – Chairperson

Malachy Cardiff – Board Secretary