# ULSTER SUPPORTED EMPLOYMENT LTD

(Company Limited by Guarantee and not having a Share Capital)

Minutes of a Board of Directors Meeting

Wednesday 20th December 2023 at 10.50am at Cambrai Street

# Present

Mr W Leathem Chairman

Mr D O’Hara Director

Mrs S Wakfer Director

Mr R Havlin Director

Mr R Donnelly Director

Mr S Jackson Head of Manufacturing & Recycling

Mr D Cowan Head of Employment Services

Ms M Hegarty Head of Finance

1. **Welcome and Apologies**
	1. D Duffy sent his apologies.
	2. Chairman noted his apologies to SMT for the delay as board had closed session from 10.30am.
2. **Conflicts of Interest**
	1. Conflict of interest noted for SMT with regards discussing the pension, salaries, temporary promotion/additional payments and job evaluations.
3. **Minutes of the previous meetings held on 29th November 2023**
	1. **Approval** – few small amendments, minutes approved for publishing post amendment.
	2. **Matters Arising** – on agenda or on action log.
	3. **Action Log -** discussed and updated a number of action log items.
		1. ALB assurance statement Apr 23 – September 23-> Chair noted the previous statement was signed off retrospectively. Chair of ARAC noted that it was agreed by written procedures by ARAC members. HoF to send to Department signed copy.
		2. Acting CEO and Chair propose to sign off Raising a concern policy and send to all staff in January 2024. Department noted USEL policy is in line with NICS policy. Chair of ARAC noted, that he attended a forum of chairs of ARACs and noted the department draft of Raising a concern policy is still being agreed. Chairman to send signed copy to Head of Governance in Department.
		3. HOF to do BC for regrading Finance Manager and drivers re removing honorariums.
		4. Chair noted that the IT Policies were sent to board via written procedures, it was agreed data protection to move to procedure rather than a policy. Board agreed all IT policies were signed off.
4. **Chairman’s Report**
	1. Chair noted that he had a call with HOG and going forward the frequency has reduced to monthly for next 3 months.
	2. Chair gave update on Board appraisals and noted 4 have been sent back and are with Department, and 2 are still outstanding.
	3. Chair noted the board effectiveness session was held last month and report had been received and had been shared with Department. HOF to check that all actions on report are included on action log.
	4. Chair noted that the Quarterly accountability meeting was attended virtually by himself, Head of Finance and Acting CEO and normal agenda items were discussed.
5. **Written Procedures:**
	1. **Recruitment & Selection policy** – Few formatting issues to be amended. Board happy to approve.
	2. **Grievance policy**–Few formatting issues to be amended. Board happy to approve.
	3. **Flexi time working policy**–Few formatting issues to be amended. To go back to January POD.
	4. **Procurement policy**– S Jackson noted that this was presented for information and is still a work in progress as we are waiting on review comments from Department. S Jackson noted this would be covered as part of the training in January to management team and then February for POD. Chair noted he would like to thank Dawn for this substantial piece of work, which was needed following the findings from ARAC.
6. **Chief Executive’s Report**
	1. Chair noted that documents are taken as read and asked if there were any questions.
	2. Chair noted that new executive admin officer is starting 8th January and will attend January board.
	3. Chair noted procurement update and asked if there were any questions. Noted Department raised salesforce in ARAC.
	4. Chair noted Health & Safety report and noted we are still awaiting CPD to inspect mezzanine floor.
	5. D Cowan noted workable is concerning as contract due to end 31 March 2024 and not procured, £1.1m and 14 staff work on it. Department noted BC is still awaiting approval.
	6. D Cowan noted he had given notice to Belfast Castle that ability café would finish on 31 March 24.
	7. D Cowan noted a letter and P&L on Ballycopeland had been sent to HED and informed the board he had requested that HED let him know by 12 January whether they were able to give us additional funds, if not he will give notice will vacate by 31 March 24.
	8. D Cowan noted prices were increased with catering on DfC SLA and DfC are no longer availing of USEL as catering as a result.
	9. Chairman noted his thanks to S Jackson for acting CEO and noted the role has now moved over to D Cowan for next 3 months.
7. **Finance Report**
	1. M Hegarty presented FY24.25 budget and noted shortfall. D Cowan noted Step up is included within the budget and not yet confirmed will continue, though we are hopeful it will.
	2. Board approved budget to include within the business plan.
	3. Chair noted work has begun on preparing business cases for both the pension and job evaluation. Chair noted that we will submit the pension business case first and will submit the job evaluation business case a few months later.
8. **Business Plan FY24.25**
	1. Chair noted SMT have prepared FY24.25 business plan and inquired about the format and noted it was historical looking rather than future planning. S Jackson noted that this was the Department’s template that USEL simply followed and completed.
	2. Section 5 – continued growth of ability cafes was discussed, and it was agreed that we aren’t planning to grow the cafes as they are loss making. Amend wording in business plan to advancing the ability cafes. It was noted that at next strategy day look at revising strategic plan.
	3. Discussion within the board took place around the budget and the importance of a balanced position whilst being mindful of the mission and purpose of USEL, i.e. the important thing is to provide employment services to those with health-related conditions and disabilities.
	4. Board agreed and approved business plan, SMT to forward to department.
9. **HR KPIs**
	1. Chair noted that he assumed that these had been read and where the any questions.
	2. It was agreed that JS should be reported separately i.e. on separate sheet as agreed by board.
10. **Risk register**
	1. Risk register was discussed, noted there had been a few amendments re wording on procurement. Board agreed for Dawn to come and present on monitoring of procurement at ARAC meetings going forward.
	2. Chair of ARAC noted that NIAO had indicated that the accounts would be qualified on a regularity perspective so risk on procurement remains red. Chair of ARAC noted there would be an additional meeting in January for ARAC to pull together management responses and to discuss the qualified opinion once NIAO had issued it.
	3. M Hegarty noted requirement re section 75 for board members for screening policies that come to board.
11. **Any Other Business**
	1. RBS IRM Risk Monitoring Metrics 30 Sept 23 - Chair noted report and commented on the legal letter.
	2. Update on legal claim – Chair noted that the claim has been withdrawn and M Hegarty noted solicitors has been updated.
	3. Chair noted leadership conference invite has been sent out to be held on 6th March and encouraged any board members to go. If anyone wants to go can make a block booking to go, board to let Hof know by 1st week of January.
	4. Collaboration tests and learn communication from Deputy perm secretary to include on January board meeting.
	5. IT feedback on board new tablets – it was noted that they need iCloud account to give Microsoft Office.
	6. Chair gave an update on recruitment of CEO and noted that the board have decided to fill the role temporarily for 12 months to close start of January.
12. **Date of next meeting**
	1. Noted next meeting is 31st January 2024.