# ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting

Wednesday 27th September 2023 at 10.00am at Cambrai Street

# Present

Mr W Leatham Chairman

Mr D O’Hara Director

Mrs S Wakfer Director

Mr D Duffy 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. No apologies noted.
2. **Conflicts of Interest**
   1. Conflict of interest noted for SMT with regards discussing the pension, salaries, and temporary promotion/additional payments.
3. **Minutes of the previous meetings held on 30th August 2023**
   1. **Approval**
      1. Few amendments made to the August 23 minutes on review by board. Minutes approved post amendments for August 2023.
      2. Board agreed the November and December 22 minutes could be uploaded onto the website.
      3. Chairman requested that the board minutes for January – June 23 are reviewed and discussed on 9th Oct 1.30pm. M Hegarty to resend back out to board members ahead of 9th meeting.
   2. **Matters Arising** – on agenda or action log.
   3. **Action Log** -action log reviewed and updated accordingly.
      1. Staff survey questions:
         1. Chairman provided an update on the staff survey process.
         2. The board reviewed the proposed questions to be used for the staff survey and approved the questions post one amendment.
         3. Board has requested the broadening out of the scale to 10 options rather than 5.
         4. Board agreed to push the timing of the survey to March 24, rather than December 23.
         5. It was agreed that the Chairman would send communication out to staff to inform them that its anonymous and the results are channelled directly through to the board.
      2. Meeting with Mercers on pension benchmarking report:
         1. Chairman noted that board had a closed session on the pension benchmarking report to clarify questions with Mercers. SMT were not present due to conflict of interest.
         2. Chairman requested information on the cost of moving to 4%, 6%, 8% to be discussed at October 23 board.
4. **Chairman’s Report**
   1. Chairman noted that board has accepted resignation of CEO with immediate effect from 22.09.23. Recruitment process for a new CEO will now be started. Chairman noted that the board are happy with interim arrangements that have been in place and thank SMT for their commitment and support over the last 9 months. Chairman to communicate to USEL staff via email.
   2. Chairman provided update on board assessments and noted these are underway to be returned to Department by October meeting.
   3. Chairman noted that three board members have now completed GDPR training. Chair noted that if there is any future GDPR training, remaining board members to be included.
   4. Chairman discussed the current canteen provision in USEL which had been closed from immediate effect from August board meeting and noted that some board members viewed this on a site tour this morning. Chair noted that a business case has been prepared for the mobile canteen, which is required as a temporary measure, but it has yet to be approved by the department. Chair noted that board has requested that S Jackson to go ahead and order the temporary canteen as the current provision is not fit for purpose and represents a serious health & safety concern. Board fully supports that the portacabin is ordered now and retrospective business case approval. S Wakfer asked for an equality assessment to be completed. S Jackson to prepare options paper for board for long term canteen options including option to move the confidential shredding back.
5. **Written Procedures**
   1. A number of policies were discussed as follows:
      1. Redundancy policy – board approved.
      2. Eye care scheme – board approved and are comfortable with the £70.
      3. Working from home policy – board want reissued with the changes tracked for next board meeting.
      4. Disciplinary policy – board want reissued with the changes tracked for next board meeting.
      5. Draft hours and attendance policy – board approved.
      6. Draft overtime pay policy – board approved.
      7. Draft Deputising allowance and Temporary Promotion policy – board approved.
      8. Draft Starting pay on transfer to a new substantive grade policy – board approved**.**
   2. Board discussed USEL being asked to implement NICS policies and noted that policies should not be implemented if they put our staff at a determinant. Chairman to raise the policies at accountability meeting and confirm whether USEL are being asked to implement all of NICS policies.
   3. Board agreed that the policies v-viii can be emailed to the department.
6. **Chief Executive’s Report**
   1. Chairman noted the business update provided by the SMT.
   2. S Jackson provided update on legal letter and ongoing conversations with solicitors from insurers. USEL are robustly challenging the legal case.
   3. D Cowan provided an update with the meeting with the union. S Jackson noted that there is no evidence that USEL have ever recognised the union. To be discussed at the next POD meeting.
7. **Finance Report**
   1. Board noted the finance report for August 23 performance against budget and YTD position.
   2. Board commented that they prefer the new format and noted that it is much more explanatory than before.
8. **HR KPIs**
   1. KPIs noted and reviewed by board.
9. **Risk register**
   1. D O’Hara provided an update to the board on the recent ARAC meeting held on 26.09.23:
      1. Work has been completed on the ARAC self-assessment checklist, to be finalised and should come to the Oct board.
      2. The ARAC have completed the work on looking at the fraud risk assessment for USEL, come to Oct 23 board.
      3. S Waker has updated the fraud policy and fraud response plan, to come to Oct 23 board.
      4. Internal audit plan was discussed for FY23.24 – proposed areas for IA to look at is cash handling and corporate governance. There was a previous request from the board to at safeguarding, however this is audited heavily by ETI.
      5. External audit presented their updated audit strategy – additional work required around regularity of expenditure and payroll. Increased audit fee. Worst case scenario timetable presented. Board agreed could have a 1 off meeting to clear the accounts if needed.
      6. Dermot provided update on the previous issues raised by Department including that risk register is too long and the request that a higher-level register is to come to ARAC/board. Board discussed the current format of the risk register and concluded that given the size of USEL that our risk register is sufficient. Board is content it gives them the assurances that it needs in those areas around risk management. Chair to raise in accountability meeting.
      7. D O’Hara noted that the draft annual report from ARAC to board is in progress.
   2. M Hegarty noted corporate plan risk was updated re the Canteen and provided an update on charities commission. Board reviewed and approved the risk register.
10. **Any Other Business**
    1. The board meet at 10-10.30am to discuss HR and pension provision. A presentation was made by Mercers on the pension provision.
    2. Integrated Risk Management Framework to 30 June 2023 (RBS) – board noted this in relation to the Retirement Benefit Scheme.
    3. Honorarium & additional payments in place plan going forward – board discussed and agreed to continue to pay honorarium and additional payments as we are until the four policies are reviewed by the Department and the pay remit is approved.
    4. Accounting Officer responsibilities regarding budget spending – board noted this document.
    5. R Havlin expressed his thanks for the kind thoughts of board with his recent loss.
11. **Date of next meeting** – additional board meeting to be held on 9th October 2023, with next monthly meeting on 25th October 2023.