**ULSTER SUPPORTED EMPLOYMENT LIMITED**

Minutes of a Meeting of the Board of Directors

**Wednesday 27th November 2024 at 10.30 am at Cambrai Street, Belfast**

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| 1. | **In Attendance:**Mr W Leathem ChairpersonMrs S Wakfer Vice ChairpersonMr R Donnelly Director Mr R Havlin Director Mr D Duffy Director Mr S Jackson CEOMr A White Employment Services ManagerMs N Donnelly Head of OperationsMs R McCarthy Head of Finance **Present:**Ms R Smyth Minute-taker / Executive Administrative Officer**Apologies:**Apologies were received from Mr D O’Hara.The Chair opened the meeting at 10.30 am and welcomed all.  |
| 2. | **Declarations of Interest -** None noted |
| 3. | **Minutes and Actions** |
| 3.1 | **Minutes of the previous meetings held on 30th October 2024**Section 8. proposer / seconder to be deleted, otherwise approved. |
| 3.2 | **Matters Arising**There were no matters arising. |
| 3.3 | **Action Log:** The Chair requested all members complete the training register and forward to R SmythItem 62 – This was closed.Item 65 – SR02. The Chair talked through amendments to be made. This is in progress.Item 31 – This was closed.  |
| 4 | **Written Procedures** |
| 4.1 | Young People and Adults Safeguarding Policy 2024 – This was approved. |
| 4.2 | Code of Conduct Policy (LLR) -This was accepted. |
| 4.3 | Disability Action Plan 2025-2028 (POD) – It was agreed the date needs updated to 27th November 2024, otherwise approved.  |
| 4.4 | Career Break Policy (POD) – An employee name is to be removed, otherwise accepted.  |
| 4.5 | Family Leave Policy (POD) – This was accepted |
| 5.  | **Chairs Report** |
| 5.1 | The Chair reported to the meeting that Mrs Ellen Finlay will now be joining the Board as of 1st December and that an induction session had been held for Mrs Finlay. A reserve list for a potential future appointment is being held. |
| 5.2 | The Chair talked through new templates which have been developed for Board papers.  |
| 5.3 | The Chair of the Finance Committee gave an update on the meeting. He reported on all changes to the budget. He also requested that a deep dive session take place on Strategy Day to discuss sustainability.  |
| 6 | **CEO’s Report** |
| 6.1 | The CEO updated the meeting on the planned external audit which will commence on the 13th January 2025.  |
| 6.2 | The CEO reported to the meeting on the planned new building. Groundworks will commence soon. The Vice Chair raised a query on the debenture. The CEO explained that the debenture is a standard aspect of the arrangement with Belfast City Council under the Neighbourhood Regeneration Scheme and talked through queries which the Sponsor Branch had raised. He stated he would share the draft with the Board, together with information provided by Johns Elliots solicitors on the land registry. |
| 6.3 | The CEO reported on the potential impact to the budget of the rise in National Insurance contributions and the NILGA consultation response in conjunction with NICVA which gathered information from the community and voluntary sector on the budget impact of the increase in NIC contributions.  |
| 6.4 | The CEO invited all Board members tolunch on 18th December at 12:30 PM following the board meeting. This will include all Senior Managers and five personnel from DfC Sponsor Branch. There will also be a Staff function on 19th December in the Spectrum Center.  |
| 7. | **Business Reporting**  |
| 7.1 | **Employment Services Report** |
| 7.1.1 | The Employment Services Manager gave an update to the meeting on funding reductions, explaining this will happen across the UK.  |
| 7.1.2. | Update on the tender for Workable – this is not out yet, but the Head of Employment Services has spoken to the staff. The CEO gave an update on the EQIA consultation. The first draft is complete and will be shared with the Board.  |
| 7.1.3 | Tender for the Zoo café. No-one has been successful for this tender. Current staff will be reabsorbed into other areas. The Vice Chair queried if the decision-making process has been documented, stating this would be useful for risk mitigation. The CEO stated he would report back to the Board on this.  |
| 7.1.4 | The meeting briefly discussed any conflict of interest and agreed that a ‘Challenge fund’ would be good opportunity to test the waters. |
| 7.2 | **Operations Report** |
| 7.2.1 | The Head of Operations reported to the meeting on the recent ISO audit which was completed successfully. One corrective action has been sent back, and this has now been closed off.  |
| 7.2.2 | The IT audit now been concluded but the report lacked the depth in technical analysis anticipated regarding redundant systems. The issue has been raised with SIB and will be considered in future engagements. The CEO commented on SIB and internal consultancy, stating this can be signed off by the AO and that while the audit did not address what was expected, the results were good. D Duffy requested an update on Cyber Sensitive Plus for the next Board meeting. The Head of Operations commented that the Procurement Manager ensures these audits feed into other audits throughout the business and that constant reiteration and training occurs on business cases. The meeting briefly discussed business cases in relation to performance.  |
| 7.2.3 | The Vice Chair queried risk assessments for off-site activities. The Head of Operations explained the process, stating that the H&S Manager is very thorough with this process.  |
| 7.2.4 | The meeting agreed other reports presented have been read and noted by all. |
| 7.3 | **Health & Safety Report**1 minor accident reported in October, a Step-Up participant fell at an activity centre. |
| 7.4 | **Fire Safety Report** There were no incidents to report.  |
| 8.0 | **Finance Report** |
| 8.1 | The October Finance Report was presented to the meeting.  |
| 8.2 | The Head of Finance raised a Point of Order in relation to acceptance of reports going forward. The meeting agreed that acceptance of reports should be proposed and seconded.  |
| 8.3 | D Duffy proposed the Finance Report, R Donnelly seconded, and the report was accepted. |
| 9.0 | **Matters to Note** |
| 9.1 | **USEL Procurement Risk October 2024 Final** The Chair commented that this will be dealt with by ARAC but it is a good report. |
| 9.2 | **Transforming Public Procurement 2025** The CEO presented the report to the meeting and briefly explained the new changes to the process as detailed in the report.  |
| 9.3 | **Risk Register Deep Dive SR05 – Operations**  |
| 9.3.1 | The CEO talked through the changes and links to the Operational Risk Register (ORR). The meeting requested this be reviewed as part of Strategy Day in relation to mitigating actions and focus on the actual risks and their rating or removal. The Vice Chair stated 30 minutes should be spent on this at Strategy Day and then it should be reverted back to the ARAC. She also commented that the ORR is greatly improved, and the Board are now working with better assurances.  |
| 9.3.2 | SR04 – The Chair requested this be moved into the ORR. |
| 9.4  | **Economic Crime & Transparency Act** R Smyth gave an update on the recent legislation stating that a review of any changes pertinent to Usel has been conducted and relevant information updated with Companies House. Further changes will be made when requested by the Registrar.  |
| 9.5 | **Strategy Day Agenda**  |
| 9.5.1 | The CEO updated the meeting on the plans and presentations. R Donnelly commented that a focus on long term projections should form part of the discussions for Strategy Day. D Duffy stated that a SWOT analysis should also be conducted to feed into strategic planning. R Donnelly concurred. |
| 9.5.2 | The Chair requested that members forward all Board effectiveness questionnaire responses to R Smyth. |
| 10.0 | **Any Other Business** |
| 10.1 | **Meeting Cycle 2025**  |
| 10.1.1 | The meeting discussed the upcoming times and dates for 2025 meetings. It was agreed the committee meetings should take place on dates prior to the Board meeting and the Board meetings should commence at 10 am.  |
| 10.1.2 | The Chair stated he had a diary conflict for February, and it was agreed to move the Board meeting to the 25th February. |
| 10.2 | **Reappointments**The Chair informed the meeting that S Wakfer and D Duffy have been reappointed to the Board for a second term. |
| 11.0 | **Date of Next Meeting –** 18th December 2024 at 10 am. |

**BOARD MEETING ACTION LOG –NOV 2024**

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| Key | Outstanding |  | In Progress / Ongoing |  | Complete/Closed |  |

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| CEO | Chief Executive | HofES | Head of Employment Services |
| HoF | Head of Finance | HofO | Head of Operations |
| EA | Executive Admin |  |  |

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| **Action No:** | **Meeting Date** | **Agenda Item** | **Action** | **By Whom** | **By Date** | **Update** | **Status** |
| **Item 57** | 30/10/24 |  | Board Training Register. Resend to members to update. Members to complete.  | R Smyth | 15/11/24 | Chair reminded all to complete.  | Outstanding |
| **Item 65** | 30/10/24 |  | SR02 to be amended | L Beagan |  | To be closed?  | Complete |
| **Item 67** | 30/10/24 |  | Board Appraisals to be sent to Chair | R Havlin |  | Close item | Complete |
| **Item 68** | 30/10/24 |  | Risk Register Update to be checked | EA / DP |  | Close item | Complete |
| **Item 77** | 30/10/24 |  | ORR - to be aligned with SRR for the ARAC meeting in December | CEOVice-chair | 4/12/24 | Close item | Complete |
| **Item 78** | 30/10/24 |  | SR03 – To be completed with narrative | Chair |  | Complete? | In Progress |
| **Item 85** | 27/11/24 | 6.2 | New building information to be shared with Board | CEO |  | In Board Report | Complete |
| **Item 86** | 27/11/24 | 7.1.3 | Documentation on Zoo café tender to be shared with Board | CEO |  | In Board Report | Complete |
| **Item 87** | 27/11/24 | 7.2.2 | Cyber Sensitive Plus update for December Board | HofO | 18/12/24 | In Business Report | Complete |
| **Item 88** | 27/11/24 | 9.3.2  | Sr04 – The Chair requested this be moved into the ORR.  | CEO | 18/12/24 | SRR renumbererd to reflect deletion of SRR04 | Complete |
| **Item 89** | 27/11/24 | 9.5.2  | Board effectiveness questionnaire responses to be send to R Smyth. | Board | 09/12/24 |  | Complete |