# ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting

Wednesday 26th April 2023 at 10.30am Belfast Castle

# Present

Mr W Leatham Chairman

Mr D O’Hara Director

Ms J Cowan Director

Mrs S Wakfer Director

Mr R Donnelly Director

Mr D Duffy Director

Mr R Havlin 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 honoraria.
3. **Minutes of the previous meetings held on 29th March 2023**
	1. **Approval –** few amendments made, approved post amendment.Chairman noted that the amended previous months minutes had been emailed, board confirmed approval of prior months minutes and board approved for minutes to be put on the website.
	2. **Matters Arising** – in agenda or action log.
	3. **Action Log** - action log reviewed and updated accordingly.
4. **Chairman’s Report**
	1. Chairman provided update on quarterly accountability meeting and noted that S Jackson and M Hegarty were in attendance. Chairman to send minutes to rest of board members. Pension deficit recovery plan was discussed and how USEL need to be able to include this as a cost in our GIA calculation. M Hegarty noted that this matter is still ongoing and under discussion with sponsor branch and departmental finance.
	2. Chair provided an update on the Chair’s Forum meeting that was held to discuss how the lack of budget was affecting planning and running of businesses. Chair noted a letter was issued to SoS on the uncertainty around the finances for ALB’s.
	3. Chairman noted a letter had been received from Perm Secretary to USEL, showing a 10% reduction from prior year in GIA and showing the allocation for USEL’s GIA for the first quarter. Board noted that DfC finance is as dire as it has ever been, 29% less of a budget from last 4 years and no discussion has happened on capital. S Jackson confirmed the later states no commencement of new projects until new budget has confirmed. D Duffy noted DfE has been modelling 20% of budget cuts, situation is as dire as can be.
	4. A discussion was had around the role of the board and the role of the accounting officer.
	5. Chairman noted that the Chair’s Forum on 22/05/23 was to include accounting officers, S Jackson to attend to represent USEL.
	6. Chair noted that the report the Chair’s Forum was reviewing on Invest NI was given.
	7. Chair noted that the POD committee met on 24.04.23. J Cowan provided update to board:
		* Draft Whistleblowing concern policy – updated in line with guidance received from department.
		* Department had reviewed eyecare scheme policy and have requested changes. Payroll manager to review the eye care scheme against NICS and bring back to POD.
		* Consensus at the POD was therefore to get NICS policies and tailor to USEL’s. R Donnelly noted that NICS policies are not suitable for ALB’s as not same context. M Hegarty noted department has requested to review any new policies that have financial implications.
		* W Leathem to email Whistleblowing to Head of Governance once POD happy.
		* R Donnelly to send edits to J Cowan and any other board members. J Cowan to send to W Leathem by Tuesday 2nd May 2023.
		* Honoraria and acting up policy were discussed – J Cowan noted that the policy that was presented previously was not the most up to date version. An updated version of honoraria policy has been noted, shared with the POD and the Payroll manager to hold on file as most recent version. Board agreed that the list of Honoraria is going come to the POD every quarter for review as a control. D O’Hara noted honorarium is a legitimate way of dealing with staff and is applied in other ALB’s. R Donnelly noted that there is recruitment and retention premiums in health service and for IT roles.
		* The need for a temporary promotion and recognition policy was discussed and the POD discussed whether one is necessary. NICS temporary promotion policy been sent to Chairman, chairman to email to POD committees. Chairman to work with chair of POD to add on agenda for next POD.
		* PayScale’s - POD had already done some work to proof for RLW. No point in doing anything further with scales until get jobs evaluated. Board had a discussion around moving to NICS increments, which has 1.95% increments as opposed to USEL’s current 3% increments.
		* Job Evaluations - Board agreed to get job evaluations done and look at market rates and NICS pay scales. D Duffy noted USEL is a NDPB, vast majority are on NJCS scales, USEL is not civil service, vast majority of charities and NDPB are on NJCS, which are negotiated in London. R Donnelly noted that if go to NJCS would be fundamental change to terms of conditions. Board discussed using DoF to evaluate the roles – Beaman’s and discussed the costs of doing so. S Jackson noted if go with Beaman’s, no BC required, as call off. S Jackson to go to sponsor and ask more detail on using Beaman’s.
		* Meeting with trade union – minutes provided to the board for their information.
		* Voucher scheme –S Jackson has discussed with department, and they are reviewing the vouchers.
		* Pod committee meetings attendance – J Cowan noted that the POD agreed that 1 member of SMT should be in attendance alongside the POD. The member of SMT will vary depending on what is on the agenda.
5. **Written procedures**
	1. **Approval of bank access** – Chairman thanked board for their approval via email to grant bank access to several USEL employees as per Articles of Association.
	2. **Flexible working policy Apr-23** – J Cowan noted a query around whether it is one or two requests within 12 months. To be discussed with payroll manager and brought back to board in May 23.
	3. **Whistleblowing policy Apr-23** – discussed above, to be emailed to Head of Governance once changes made by POD.
	4. **Note to DfC ALB’s Raising a Concern** Policy – board noted the guidance in here.
	5. **Absence Management Policy Mar 23** – triggers now updated; board approved.
6. **Chief Executive's Report**
	1. S Jackson noted demolition of back building and boundary wall was now complete.
	2. S Jackson updated on forklift incident, employee has now changed legal team, our solicitors are still trying to get medical records. D O’Hara asked if there were any reputation issues for USEL. S Jackson noted health and safety commissioner came out post the accident and noted that it was an unfortunate accident.
	3. S Jackson noted that Industrial sewing had secured a new contract for Bristol Uniforms. Industrial sewing has a strong order book. Chairman inquired about the well-being of the member of sewing team that had collapsed. S Jackson noted the employee had now returned to work and has been getting support from ESO. S Wakfer asked do we ask whether she prefers to speak to female manager etc, S Jackson confirmed.
	4. S Jackson noted theFurniture NICS contract commenced on 1st April, volumes have been non-existent at present.
	5. S Jackson noted that forTranslink signage contract we have now received a PO and work is beginning, income will hit budget in May.
	6. S Jackson provided update on health & safety in USEL and noted there were 19 accidents recorded in 22.23 of which there was 5 RIDDORS reportable accidents. S Jackson noted the H&S manager is working on completing training in coffee shops due to the volume of accidents coming through, should be closed out by 30th April. S Wakfer noted that it was positive no accidents in cafes are from members of public. S Wakfer inquired about the RIDDOR reportable accident. S Jackson noted 1 of the drivers was trying to squeeze between 2 parked cars and clipped a car. S Jackson noted a letter has been received from solicitor for damages. S Jackson noted amaturity test done on H&S, more information to come next month.
	7. D Cowan noted USEL were successful in Empower which will last for 2 years. He noted we are still awaiting clarification on getting funding up front as an ALB. W Leathem congratulated all staff involved in Empower. D Cowan noted there is a launch event on 25/05 for Empower, invite to be sent to board.
	8. D Cowan provided update on Easter event at Ballycopeland which sold out, and noted they had received really good feedback on how organised the event was and the staff. D Cowan noted that there were 10,000 customers in zoo easter Monday and Tuesday.
	9. D Cowan noted final stride report received. Chairman noted the excellent result and wished to pass on his congratulations to all the staff.
	10. D Cowan noted the safeguarding report. 1 issue discussed in report which went to the gateway team, and they were told nothing to report on. Safeguarding is now being looked after by D Cowan.
7. **Pension scheme update**

No update.

1. **Finance report**
	1. M Hegarty provides the board with a summary of March’s performance, YTD performance and final GIA position for March 23.
	2. M Hegarty presented Budget for FY23.24 which has now been updated for EMPOWER. M Hegarty noted that the position presented needed to be adjusted for the loss of a customer in recycling resale. S Jackson noted it would reduce the bottom line by £10k-20k. Board approved the budget post the adjustment discussed.
2. **HR KPIs**
	1. KPIs noted and reviewed by board. M Hegarty noted retention is now 17.8% due to a further 3 leavers.
3. **Risk Register/Management**
	1. Risk register was noted and discussed. Board noted that ESF Closure noted as a risk, but D Cowan noted it should remain even though we have won Empower, as its only 2 years so remains a risk.
4. **Balance Scorecard**
	1. Balance scorecard was noted and reviewed by the board**.**
5. **Any Other Business**
	1. External Audit Strategy 2022.2023 was sent for information to board.
6. **Date of next meeting** – 31st May 2023
	1. Agreed next board meeting would be in Millfield, D Duffy to arrange, followed by the TFS graduation in City Hall.
	2. ARAC meeting in June, AGM – separate meeting and agenda in June.
7. **In Committee**
	1. The Chair asked to go into Committee and updated the board members only on the CE review, the Department of Finance needed more information, and the sponsor branch recommended the board appoint BEAMANS to complete a desktop evaluation. Some members sought assurances from the department was Beaman's reflective of NI, the scope of their recommendations, whether it was JESP or HAYES, what would be their approach, benchmarking, factors, and marketing of N Ireland. It was decided the Chair would request this and agreed on these assurances we would appoint BEAMANS by written consent.