# ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting

Wednesday 29th November 2023 at 10.50am 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. Chairman noted his apologies to SMT for the delay as board had closed session.
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 25th October 2023**
   1. **Approval** – one small amendment, 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 October 22 – March 23 – Chairman noted this had been updated and sent to Department, prior to approval at ARAC. This has subsequently been reviewed and approved by ARAC via written procedures. Chairman noted the Department had reviewed the Apr 23 – Sept 23 assurance statement and had a number of queries which a number of board members and acting CEO met to discuss and agree amendments. Chair of ARAC to issue revised April – Sept 23 assurance statement via written procedures to ARAC to come back to December board.
      2. It was noted that the Partnership agreement has stalled. The board noted that there needs to be better clarity on what Sponsor branch require.
      3. M Hegarty noted official correspondence back from Sponsor branch that Feel good Friday was irregular spend as Novel and Contentious.
      4. Board reviewed and agreed to the proposal on change circumstances for 5 individuals to remove honorariums in relation to PP, MH, BC,DC, SJ. Chair signed off the change of circumstances on behalf of board. **The board agreed to** continue with the remaining 2 honorariums for and clarify with Department whether a BC is required to implement the proposals.
      5. The agenda for the 2024 Board and Committee Meetings was agreed and accepted bar amending the February finance committee meeting to 19th 2.30pm.
4. **Chairman’s Report**
   1. Chairman noted he hadn’t been feeling well and has been working through backlog.
   2. Chair provided update on the CEO recruitment and noted it is now live and closes on 11th December. Chair noted Board and Department will be completing shortlisting post the next quarterly accountability meeting. Interviews will take place early January 2024.
   3. Chair noted he attended the Chair’s forum last week and commented that he had shared the agenda with board and SMT as there was presentation on other funders.
5. **Written Procedures:**
   1. 3 IT policies were presented. It was noted for a number of board members the formatting was off. M Hegarty to email to board members and board to review via written procedures ahead of next board meeting.
6. **Chief Executive’s Report**
   1. S Jackson provided latest update on business cases currently with Department.
   2. Chair congratulated team on mattress recycling contract.
   3. S Jackson noted the Business Case for moving the Confidential shredding was underway.
   4. Chairman congratulated all staff on the outcome of the ISO audit.
   5. S Jackson provided an update on the contract register and noted that this will be a standing agenda item on board going forward and will also go to ARAC as standing agenda item.
   6. H&S report was noted and discussed including the 1 Riddor accident.
   7. D Cowan provided update general update on Employment Services. D Duffy inquired about increasing SFLW numbers. D Cowan noted we do not currently have the space and would need to do a Business Case for larger premises. D Cowan noted we only filled 19 places out of available 22 ourselves this year but noted we will keep under review.
   8. D Duffy to line up conversation re apprenticeship contract with Belfast Met.
7. **Finance Report**
   1. Chair noted the Finance committee reviewed the 3 finance reports in detail yesterday.
   2. D Duffy gave update to board on Finance committee and noted that SMT had scrutinised the budgets presented and reflected that it was clear a notable amount of work had been put in and the presentations were good and easy to follow.
   3. Board approved both the re-forecasted budget for FY23.24 and the draft budget for FY24.25.
   4. Discussion had around options for increasing pension contributions for staff. Board recommended SMT progress BC to send to Department and recommend 8%.
   5. R Donnelly gave update on pod committee’s discussion on job evaluations and noted good, detailed report provided by Stephen. Board recommended BC be prepared and send to Department to progress with moving to NJC scales.
8. **HR KPIs**
   1. Board noted HR report.
   2. Board requested job start information to be removed as not employee.
9. **Balance Scorecard Q2 update**
   1. Chair Noted £40k to HED to be updated to £50k for next Scorecard.
   2. Chair requested going forward this to be included earlier in agenda.
10. **Risk register**
    1. Risk register was noted and discussed by board.
    2. D Ohara asked about Cyber training, S Jackson noted should be up and running by start December with the rest of the on-line training.
    3. Cyber risk to be added separately on risk register, as medium risk. Board have agreed to engage external consultancy expertise to undertake IT audit.
11. **Any Other Business**
    1. The RBS Engagement Policy Implementation Statement was noted by board as information.
    2. Chair provided update on Strategy Day and noted decision was made with everything going on to postpone until new year and new CEO in post. Agreed middle management should come to the strategy day.
    3. Department wanted a board effectiveness completed which will be completed today post the board meeting.
    4. SMT to prepare business plan for Dec board meeting.
12. **Date of next meeting**
    1. Noted next meeting is 20th December 2023, followed by Christmas Lunch.