**ULSTER SUPPORTED EMPLOYMENT LIMITED**

Minutes of a Meeting of the Board of Directors

**Wednesday 29th January 2025 at 10.00 am at Cambrai Street, Belfast**

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| 1. | **In Attendance:**  Mr W Leathem Chairperson  Mrs S Wakfer Vice Chairperson  Mr R Donnelly Director  Mr R Havlin Director (Left meeting at 12.10pm)  Mr D Duffy Director (Left meeting at 11.50 am)  Ms E Finlay Director  Mrs M Corkey Director  Mr S Jackson CEO  Mr D Cowan Head of Employment Services  Ms N Donnelly Head of Operations  Ms R McCarthy Head of Finance  **Present:**  Ms R Smyth Minute-taker / Company Secretary  **Apologies:**  No apologies were received.  The Chair welcomed everyone to the meeting, in particular new member Mrs M Corkey. All attendees introduced themselves to the new member. |
| 2. | **Declarations of Interest -** None noted. |
| 3. | **Minutes and Actions** |
| 3.1. | **Minutes of the previous meeting held on 18th December 2024**  The Chair requested E Finlay be added to the attendance list and update paragraph to reflect that the Department have been informed of D O’Hara’s resignation. |
| 3.1.1 | Section 5.4.2 the Chair of ARAC clarified a reference to the ARAC Self-Assessment Toolkit. |
| 3.1.2 | Section 8.1.1. The Head of Finance explained and updated the section. |
| 3.1.3 | The minutes were proposed by the R Donnelly and seconded by the Vice Chair. |
| 3.2 | **Matters Arising**  There were no matters arising. |
| 3.3 | **Action Log:**  Item 98 – Deemed complete.  Item 95 – Chair to circulate.  Item 90 – Special meeting for budget. This will happen after the Finance Committee on the 17th of February 11 – 12pm.  Item 91 – Deemed complete.  Item 93 – The CEO gave an update. This is ongoing.  Item 101 – Deemed closed. |
| 4 | **Written Procedures** |
| 4.1 | **Menopause Policy** |
| 4.1.2 | This policy came before the POD Committee meeting on 22nd January 2025. The CEO talked through the changes that have been made. R Donnelly will provide some guidance notes. The policy was accepted. **Action**: R Donnelly |
| 5. | **Chairs Report** |
| 5.1 | The Chair reported to the meeting on the Quarterly Assurance meeting, stating the Lessons Learnt Report has now been accepted and closed off. Pay remits, board appointments and VAT liability were discussed. The delegated authority has been deferred until April due to the audit. The Partnership Agreement is currently with the Governance Unit. Bi-annual statement is coming due for the period September- March 2025.  The public corporation status had been given consideration and the ALB status will continue. The timetable for the 23 /24 audit and the pension scheme were discussed. |
| 5.2 | The Chair reported M Corkey has received an induction to Usel. |
| 5.3 | The Chair commented that the Christmas lunch in December had been a very good occasion, and it was clear trust between Usel and the Sponsor Branch was building. |
| 5.4 | The Chair of the POD Committee gave an update on the recent meeting. All standing items were covered. A discussion was held on the merits / demerits of registering for the Diversity Mark and other similar schemes. The potential commercial values of such schemes as well as costs were considered; and it was decided further research and discussions should be conducted. |
| 5.4.1. | Casual workers and employment protection rights were discussed and found to be a potential area of risk. This will need to be examined, and a board paper written. |
| 5.4.2 | The Chair of ARAC and Head of Finance gave a status update on the Annual Report and Financial Statements. The auditors have commenced fieldwork. No confirmation of a finish date has been received, and the report / statements must still come before the Accounting Officer. It is hoped that draft accounts will be available for the ARAC meeting in March. The lack of a specific date for finalising in light of the approaching deadline is a concern. The CEO commented that conversations around capacity have been had, and feedback given. The increased fee has also been noted.  The meeting discussed their expectations on the level of service and communications with the Audit Office. It was agreed that a confirmed date was required in writing and the accounts need to be available the week before the ARAC meeting.  **Action:** Head of Finance to follow up. |
| 5.4.3 | The Chair reported to the meeting on the recent Pensions Forum stating it was a very good meeting with a full agenda covering the main issues.  The CEO stated that a report on pensions will come to the Board in February. He commented that the crucial part is the options in the recovery plan and explained his recommendations on the various options and the issue of liability. He will meet with the Chair of the ARAC for an in-depth look. Pensions will be added to the risk register.  The Head of Finance further explained the deficit recovery programme stating that new rules were brought in which have created the deficit but should protect against market fluctuations. She will prepare a paper to explain this treatment.  **Action:** Head of Finance  The CEO commented that he has kept Arthur Cox LLP informed. The Head of Finance concurred stating that Usel required its own review to be conducted, and Arthur Cox LLP will be kept on a retainer. |
| 6 | **CEO’s Report** |
| 6.1 | The CEO presented his report to the meeting. The meeting discussed the format of the report and the level of detail in relation to HR issues. |
| 7. | **Business Reporting** |
| 7.1 | **Employment Services Report**  The Head of Employment Services presented his report, stating that an application for the Empower Programme for has been submitted for a 1-year extension and money has been secured. The meeting congratulated him on the successful application.  The Chair queried the targets detailed in the report. The Head of ES explained how these aredeveloped**.** The meeting discussed consortium partners and how relationships with partners are built, the Chair giving the new members an explanation of the situation. |
| 7.1.1 | **Workable** – The Head of ES gave an update on the situation and is awaiting the results of a tender. |
| 7.1.2 | The meeting discussed apprenticeships, the CEO reporting that he had a conversation with D Ward on this and the challenges therein. She has provided contact details of personnel who can assist with the development of suitable apprenticeships and further conversations around the topic are planned. |
| 7.2 | **Operations Report** |
| 7.2.1 | The Head of Operations gave an update on the 27001 Accreditation, stating a member of staff from the accreditation scheme has been on site and that several policies will need to be developed in order to achieve the Accreditation. The policies will be reviewed robustly, and a consultant is currently working on them.  The Vice-Chair reminded the meeting that all policies need to be aligned with and reviewed by the Department for Communities. The Head of Operations stated she would ensure they were forwarded to the Department for review. |
| 7.2.2 | The Head of Operations gave an update on the new recycling contract. Representatives will be on site early February. Both she and T Perry will then visit some relevant recycling sites. |
| 7.3 | **Health & Safety Report** |
| 7.3.1 | There were no H&S incidents to report. |
| 7.4 | **Fire Safety Report**  There were no incidents to report. |
| 8.0 | **Finance Report** |
| 8.1 | The December Finance Report was presented to the meeting. The Head of Finance stated that going forward, the report will be summarised. Full details will be brought to the Finance Committee and full explanations brought before the Board.  The Head of Finance talked through the main points of the Report, covering the Year end position, potential cost savings to be made, programme and commercial income.  The meeting discussed the possible condensing of the report format agreeing this would be acceptable provided full detail is brought to the Finance Committee and a full report brought to the Board quarterly. |
| 8.1.1 | D Duffy queried missing documentation on procurement. The Head of Finance responded that this refers to a process issue and is being addressed. The Head of Operations confirmed that it is not actually required, and the meeting agreed that the process is showing positive improvement. |
| 8.1.2 | E Finlay queried external charges and what steps are taken to address them, in shredding costs and the underspend. The Head of Finance explained each and commented on the change of treatment of VAT explaining that next year, the budget will be inclusive of VAT costs divided up across departments for clarity. |
| 8.1.3 | The CEO raised the issue of Frameworks stating that an internal system was being considered due to the delays and issues with invoicing. D. Duffy stated that he will arrange a meeting between Belfast Met Procurement and USEL Procurement to discuss the process that Belfast Met followed regarding this issue.  **Action:** D Duffy |
| 9.0 | **Marketing strategy** |
| 9.0 | The Marketing Manager presented the Marketing Strategy to the meeting. The meeting discussed various opportunities to promote the business, the use of social media platforms such as TikTok and influencers, together with the involvement of Departmental platforms. The report was accepted. |
| 9.1.1 | **Matters to Note** |
| 9.1.2 | **Risk Register Deep Dive SR07 – Procurement**  The meeting discussed the Risk Register. It was agreed that the CEO and the Vice Chair would meet before the next board meeting to review the register and to discuss / amend the residual risk scores.  It was further agreed that the USEL Pensions and casual workers be added to the Strategic Risk Register. |
| 9.1.3 | **Strategy Day Evaluations**  Two reports evaluating the Strategy Day were presented to the meeting, including a summary of staff event evaluations and one from the facilitator capturing the conversations of the day.  The Chair commented that the responses were very positive, and the meeting agreed that the feedback on the CEO’s leadership was exceptional. The CEO responded that it was down to the talent of the staff team.  M Corkey enquired what the next steps would be for the strategy. The CEO outlined upcoming work on the audit and the baseline commercial review which will focus on how more efficient and effective Usel can be as a NDPB. This will also involve a review of the structure and include a Board effectiveness session with an external facilitator. This will feed into planning for a 5-year strategy.  The meeting discussed the various comments and ideas presented in the reports. It was agreed that the SMT would review in detail and report back to the February Board meeting with an action plan. The mission statement suggestions should also be considered.  **Action:** SMT |
| 10.0 | **Training Register**  The meeting discussed training needs generally and particularly for the new members, together with developing a budget for board training for the coming year. It was determined some of the training is valid for 3 years.  **Action:** R Smyth to organise online training for Ellen and Michele and check why some training courses listed are not on the schedule. |
| 11.0 | **Any Other Business** |
|  | There was no other business. |
|  | **Date of Next Meeting –** Tuesday 25th February 2025 at 10 am. |

**BOARD MEETING ACTION LOG – January 2025**

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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 90** | 18/12/24 | 3.1 | Special meeting to discuss budget | E A |  | 17th Feb 25 11 -12 | Complete |
| **Item 92** | 18/12/24 | 4.1 | Business continuity plan – hard copy be provided by H&S Manager | HofO |  |  | In Progress |
| **Item 93** | 18/12/24 | 4.1.2 | BCP testing to commence March 25 | SMT |  |  | In Progress |
| **Item 95** | 18/12/24 | 5.2 | Taxi transport & VAT liability email to be circulated | Chair |  | x | In Progress |
| **Item 96** | 18/12/24 | 5.4.1 | Register of concerns. How raised, captured, reported to the Board? | SMT |  |  |  |
| **Item 98** | 18/12/24 | 5.4.3 | ARAC toolkit electronic version to be circulated | Vice Chair |  | x |  |
| **Item 103** | 18/12/24 | 9.1.2 | Quality assurance review | SMT |  | x |  |
| **Item 104** | 29/01/25 | 4.1.2 | Guidance notes to be circulated | R Donnelly |  |  |  |
| **Item 105** | 29/01/25 | 5.4.2 | Request to auditors for date in writing | HoF |  |  | In Progress |
| **Item 106** | 29/01/25 | 5.4.3 | Paper on pension treatments in relation to deficit | HoF |  |  | In Progress |
| **Item 107** | 29/01/25 | 8.1 | Meeting to be arranged with CPD | D Duffy |  |  |  |
| **Item 108** | 29/01/25 | 9.1.3 | SMT to review Strategy Day Evaluations / Mission Statement | SMT |  |  |  |
| **Item 109** | 29/01/25 | 10. | Training for new directors and check why training not on schedule. | EA |  |  |  |