**ULSTER SUPPORTED EMPLOYMENT LIMITED**

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

Minutes of a Meeting of the Board of Directors

**Wednesday 26th June 2024 at 10.30am at Cambrai Street, Belfast**

**In Attendance**

Mr W Leathem Chairperson

Mrs S Wakfer Vice Chairperson

Mr D O’Hara Director

Mr R Donnelly Director

Mr R Havlin Director – Left meeting at 12.15

Mr D Duffy Director – Left meeting at 12.25

Mr S Jackson CEO

Mr D Cowan Head of Employment Services

Ms R Clements Head of Finance

Ms N Donnelly Head of Operations

Ms L Beagan Head of HR

**Present**

Ms R Smyth Minute-taker / Executive Administrative Officer

1. **Welcome and Apologies**
2. No apologies were received.
3. **Conflict of Interest**
4. Conflict of Interest: none noted.
5. **Minutes of the previous meetings held on 29th May 2024**
   1. **Approval** – **For review and approval –**

Item 2, Donna Reid to be changed to D Marshall.

Section 4 (c) 3rd sentence to be removed.

Section 4 (g) & 4 (h) to be summarised.

* 1. **Matters Arising** - None
  2. **Action Log** – **For review and discussion**

**Item 4** – Safeguarding Training – Members to complete and training register to be completed.

**Action** – Board members training register to be completed.

**Item 5** Appointment of Safeguarding Champion – S Wakfer was proposed as Champion. This was carried unanimously.

**Items 12 & 23** Honorariums – S Jackson has updated.

**Item 14** – Sub-contract with Belfast Met. On the agenda for Strategy Day.

**Action:** For Strategy Day Agenda / S Jackson

**Item 17** – Cyber Training for Board – ongoing.

**Item 20** –Committee ToRs – The Department of Communities is to examine C Duff’s role at ARAC meetings. This should come before the Board in September / October.

**Action**: Chair to send information.

**Finance ToR** – Section 3. Appointments and Terms  - 6 years to be amended to 4 years. Section 7 – frequency of meetings. D Duffy suggested these should be a couple of days before Board meetings

**Item 27** Chair / Board member discussions – there will be a closed session in July to look at this.

**Item 28** – Strategic / Operational matters – ongoing.

**Item 29** Executive Administrative Officer  – The Chair to speak to R Smyth.

**Items 43 & 47** – Workable Programme Findings & Audit – in agenda.

**Item 45** Business Insurance Cover – S Jackson has actioned.

**Item 46** – Liability Cover for Board – as above.

It was agreed to close items 8, 9, 11, 14, 30, 31, 19, 41, 42, 46.

1. **Chairs Report**

The Chair updated the meeting on the Quarterly Assurance Meeting with D Ward and Sponsor Branch. He summarised the main issues discussed, the overview of the budget given by R Clements and business performance update presented by S Jackson.

1. **Written Procedures:**
   1. Contract Management Policy – (Lessons Learnt Report)

The Chair queried if the policy should be replaced with a procurement procedure. It was agreed the Senior Management Team would discuss and revert to the Board.

**Action:** SMT, R Smyth

* 1. Fraud Prevention Policy – (Lessons Learnt Report)

**Action:** R Smyth

* 1. Bribery Act Policy (Finance Committee)

This has been endorsed by the Finance Committee. Noted.

* 1. Lone Worker Policy

**Action:** R Smyth

1. **Chief Executive’s Report**

**6.a Delegated Authority Matrix** – the meeting reviewed the matrix and discussed the functionality, spending limits and responsibilities of the Accounting Officer.

**6.b Charitable status & CIC -** S Jackson updated the meeting on the issue of registering with the Charity Commission. The meeting discussed and agreed to examine the issue further in July.

**6.c. Employment Support Programme.** S Jackson updated the meeting on the discussion with Department at the Quarterly Assurance meeting. The meeting discussed the potential issues around equality and agreed to examine further in July.

**6.d HR Update** – D Cowan gave an update on recruitment, staff turnover, sickness rates and one recent dismissal. The Board queried how the dismissal had been dealt with and if all proper processes were followed. D Cowan stated that the employee had been offered all available support, including the appeal process but did not wish to avail of this.

**6.e Training** – S Jackson reported on recent training provision.

**6f.** **Employment Services** - D Cowan– gave an update on each programme. He reported one recent criminal record disclosure. D Duffy queried how this process is documented. D Cowan explained that it is risk assessed and in this case the risk was found to be low.

**6.g** **Marketing Strategy** – this has been updated with the new Marketing Manager. The Chair praised D Cowan on this and queried how the KPIs are reported and EQIA recommendations. D Cowan explained the processes. The SMT was to review this strategy and come back to the board for approval.

**Action**: SMT to review marketing strategy.

**6h. Operations Report –** N Donnelly gave updates on Workwest, and the pre-market engagement for document storage, a new contract and the tender for uniform shredding.

**6i.** **Operator’s licence -** this has been renewed but will need to be updated for new Board members.

**6.j Staff Turnover / Recruitment** N Donnelly gave an update.

**6.k. Procurement** – tender evaluation training has been arranged and the Procurement Manager is organising PPE training for all employees.

**6.l Retrospective Business Cases** – N Donnelly informed the meeting three have progressed, one is no longer required, and one needs more information.

**6.m. Fire Drills** will be carried out in next week.

**6.n. Health & Safety** – one minor fall which was not reportable.

**6.o. Mattress tender** – this was successful.

1. **ARAC Meeting – Verbal update**

D O’Hara gave an update on the ARAC meeting, reporting on each agenda item. Members noted the update.

1. **Staff Satisfaction Survey Presentation**

L Beagan presented the staff survey findings to the meeting. The meeting discussed the process used. The Chair commented that there were 15% less returns than the previous year and that the main issues are with salaries / pensions. He noted that communication is still an issue and stated that the ‘Chats with the Chief’ sessions might help. Overall, the survey was positive, but the Chair suggested the concluding slide, ‘Final Thoughts’ be scrutinised to look for further ways of improving. It was agreed to look at this at August’s Board meeting.

1. **Risk Register SR01 – Succession Plan**

The Organisation Chart was presented to the Board. The Board noted an issue with the development of middle officers and the need to gain familiarity with the business plan to understand any skills gaps. It was agreed that once a permanent CEO is in place, the structure will need to be examined to determine the route forward. It was agreed to put this on the agenda for the POD Committee meeting in July. The meeting discussed the requirement to update mitigating actions and narratives. It was agreed S Jackson would work on the narrative and comments and engage with the ARAC Chair and Vice Chair if assistance is needed.

**Action:** S Jackson

1. **Finance Committee Terms of Reference** – This was approved by the Finance Committee. It was noted that point 3 should read 4 years and 8 years. R Smyth to amend.

**Action:** R Smyth

**11.Finance Report**

R Clements presented the report to the meeting, summarising all income and costs against budget. Year to Date is looking positive for June. Programme income is down because of the Dare Project however, this will recover. She commented on recruitment issues affecting wage / salary figures stating this is a cost issue. Direct costs are down while external charges are in line with forecast.

**12. VAT**

R Clements updated the meeting on the treatment of VAT stating that an update had been given to members of ARAC. The Chair and CEO commented on the timeline and urgency. R Clements stated that this is dependent on availability of staff resource. The meeting agreed with the ARAC recommendation to report on the matter as soon as possible to HMRC.

**13. AOB**

There was no other business.

**Date of Next Meeting** – 24th July 10.30 am.