# ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting

Wednesday 29th March 2023 at 10.30am Cambrai Street

# Present

Mr W Leatham Chairman

Mr D O’Hara Director

Ms J Cowan Director

Mrs S Wakfer Director

Mr S Jackson Head of Manufacturing & Recycling

Mr D Cowan Head of Employment Services

Mr R Donnelly Director

Ms M Hegarty Head of Finance

Mr D Duffy Director

Mr R Havlin Director

1. **Welcome and Apologies**
	1. No apologies noted.
2. **Conflicts of Interest**
	1. SMT in relation to update of the Pension scheme and honorariums.
3. **Minutes of the previous meetings held on 22nd February 2023, 7th March 2023 and 24th March 2023**
	1. **Approval** – various amendments made, and all approved revised versions, to be sent out via email to board members.
	2. **Matters Arising** – within action log or agenda.
	3. **Action Log -** action log reviewed and updated accordingly.

W Leathem provided update on need for discussion around honorariums and noted underpayment in some roles, and instead have been given an honorarium. We have lost a lot of staff recently, there have been various comments on the recent staff survey and some roles have been combined with people’s existing jobs. Recommendation the board consider whether terms of reference is required or if need a business case to use an outsourced consultant to complete job evaluations.

S Jackson noted if present staff are moved onto a new scale, they will forego current increment arrangements. Need to look at making sure not unfairly disadvantaging staff.

R Donnelly noted that should be recruitment and retention payment rather than name as honorarium and noted pay scales and job evaluations are linked.

D Ohara noted if moving to NICS pay scales we would not comparing like for like, as USEL is not same as department.

Honorariums to be discussed further at special pod committee meeting including looking at the Implications of moving to a new pay scale.

J Cowan noted that not sure if most up to date version of honorarium policy as there was a point re stress that she recalls being added.

S Jackson noted that a business case would need to be approved by department for job evaluations, 4 quotations would be required, and a consultancy annex a business case would need submitted to DfC accounting officer.

W Leathem noted that USEL’s Whistleblowing policy had been sent to head of governance. He has received a 12-page guidance from department on ALB’s Raising a concern policy. Chairman suggested POD have meeting to review 12 pages to discuss whistleblowing policy. Chairman is keen to sign off at Apr 23 board and issue to all staff post that.

W Leathem provided an update on Data protection officer communication and noted a potential data breach of former employee. ICO has been notified of data breach. S Jackson notified head of governance potential data breach.

1. **Chairman’s Report**

ALB Chairs forum – W Leathem and R Donnelly attended ALB leader forum, Chairman to send synopsis out.

* 1. Review of Invest NI. W Leathem noted that he has been asked to feedback to ALB Chair’s Forum any comments or concerns on the independent review of Invest NI, and noted the Chair resigned on back of the report.

D Duffy noted the board was very hands on, and the board shouldn’t be an extension of the operational delivery. R Donnelly noted that requirement of Invest NI to be agile was restricted by governments restrictions. Similarities with USEL.

D Duffy noted that option for USEL is that we continue as ALB as we are, or we go commercially. W Leathem noted the pension deficit stops us going commercial. W Leathem noted that pension regulator has said pension deficit should be paid off over 3 years. USEL has signed up to 12 years already, so ours can’t be changed.

1. **Written procedures**
	1. Absence Management policy Update -> Board requested update to be made around equal 12 months for each caution and 6 months for 1st caution. M Hegarty noted that this had already been communicated with Staff and she would follow up with HR Manager around possibility of amending.
	2. Draft Employee Engagement Strategy – approved by board.
	3. Draft Eye Care Scheme – approved by board.
2. **Chief Executive's Report**
	1. S Jackson noted awarded contract for Mid-East Antrim for the reprocessing of mixed papers, the preferred bidder was using someone else’s waste license, so the council approached USEL.
	2. S Jackson noted mattress recycling extension for LCCC was now confirmed.
	3. S Jackson provided an update on the NICS furniture contract which USEL has now been awarded. S Jackson noted the contract has been priced commercially with yearly increases bar year 4/5 which are the same as year 3, however there is a break in contract so USEL can renegotiate the rate at that point. S Jackson noted the income is volume dependent. W Leathem wanted to congratulate staff on procurement as USEL got 100 out of 100.
	4. S Jackson noted that the BCC carpet recycling is being stopped, there is no capital budget from department for machinery for reprocessing the carpet and our current secondary processes are getting too expensive. S Jackson noted we can revisit next 18 months.
	5. S Jackson provided update on confidential waste negotiations with CPD and noted CPD have agreed to leave the rate as it is for this FY. DfC going to leave the rate the same at this FY as USEL is a social enterprise and supporting people with disabilities. Both CPD and DfC will have conversations in January 24 around further price increases to account for RLW.
	6. S Jackson noted that the Industrial sewing team need to be applauded as they have done a fantastic job over the last few months and the order book is very strong right into Q3 for FY23.24. S Jackson noted that Industrial sewing is only 11 staff members all over a certain age with health condition and disability. Industrial sewing is a dying skillset with other organisations paying more. S Jackson noted he is going to look at getting some job starts and get them trained on sewing.
	7. S Jackson noted that he wrote to department on industrial sewing and the need for a derogation for spend which had finished as no more bedding. S Jackson confirmed letter received derogation is there for sewing, must follow internal policies and test market for procurement.
	8. S Jackson provided an update on Translink work around the bus stop signs and USEL’s role in printing and sub assembly of the signs. Noted that Translink pick up and install the signs.
	9. S Jackson provided an update on Health & wellbeing and noted that the environmental report for the dust in the factory concluded we are within the legal requirements. However, he noted that for staff sitting in Canteen and noise level it is not a conducive environment to relax in. W Leathem asked could it be closed off, S Jackson noted he will have to ask department and do a business case. S Jackson noted he received a quote of £22k and he had contacted Grahams on framework via CPD on 06/02/23, still awaiting them to visit the site to give us a price for the works. S Jackson noted that people are not using canteen due to noise and dust. Board agreed to start the process on the business case.
	10. S Jackson provided an update on the boundary wall, 1st inspection was carried out and happy with initial findings, but they wanted to do a further observation at top of wall. Now been completed should have for next meeting. S Jackson wrote to the occupants and visited address, second letter sent, can’t get access to site. Board noted without permission can’t get access to remove rest of cladding.
	11. S Jackson noted the team has developed H&S plan and reporting template which was presented and agreed at ARAC. Board commented on the juice truck and noted it was great those off site got same offer. Board accepted format of report for reporting going forward.
	12. D Cowan noted official report came in for Stride and USEL got the highest result can get. W Leathem congratulated all staff for excellent result.
	13. D Cowan noted still no news on shared prosperity. Indicative indications may learn this week, Stormont close on Thursday not back to 17th April. D Cowan to let board know as soon as he knows. D Cowan noted we are ALB we have not been partaking in any lobbying against department.
	14. D Cowan noted Belfast Castle has opened and trade has been steady with good reviews.
	15. D Cowan noted 3-year SLA received for Ballycopeland which was discussed. D Cowan noted won’t make loads money but won’t lose money either and it creates 10 jobs. Board discussed and agreed definition needs to be reviewed re income vs profit and happy for D Cowan to renegotiate. W Leathem noted he has been receiving excellent feedback on colleagues visiting Ballycopeland.
	16. D Cowan noted LMP ELID now up and running but has been extended into next FY. D Duffy queried how funding was going into next FY. M Hegarty noted that USEL had confirmation in writing that we were allowed to invoice next FY.
	17. D Cowan noted USEL’s share of workable is now up to 38%. Noted workable to be called in work support from next April onwards.
	18. D Cowan noted that TFS were having a graduation on 31st May and invited the board. W Leathem was asked to say a few words at graduation. W Leathem noted it was important for the board to attend.
	19. W Leathem noted that as POD are having a special meeting in April, they would review whether need pod in May. It was agreed next board meeting to be held at castle.
	20. D Cowan presented the results of the staff survey. The board has considered the survey and suggested SMT to look at employee engagement action plan. SMT to share with staff headline figures and talk about employee engagement plan.
3. **Pension scheme update –** no update post the business case being rejected.
4. **Finance report**
	1. M Hegarty provides the Directors with a summary of February’s performance, YTD performance and forecasted position for March 23.

M Hegarty noted no GIA would be claimed for March 23 like February.

1. **HR KPIs**
	1. KPIs noted and reviewed by board.
2. **Risk Register/Management**
	1. Risk register presented and reviewed post updates. Noted the risk register went through ARAC and ICT risk downgraded from green to amber. Risk 13 around fraud prevention D O’Hara confirmed ARAC plan to look at. Board accepted changes to risk register discussed at ARAC.
3. **Health & safety update** – already discussed as part of the Chief update, new reporting to be implemented from next month.
4. **Safeguarding update** - D Cowan confirmed no safeguarding issues noted.
5. **Any Other Business**
	1. March 23 ARAC – D O’Hara provided update of ARAC meeting and noted the Internal audit report findings were presented and ARAC was content as a committee, nothing to note as a particular concern. Noted that board should have Cyber security training.
	2. D O’Hara noted that IA suggested ICT subcommittee, board to consider is the role necessary. Reservations are that it is a small board to have a separate committee and board don’t have the expertise. D Cowan noted meet with IT team and Xperience once a month. D Cowan noted IT team leader has the IT experience to challenge. D O’Hara also noted the external audit strategy was presented, to be provided to full board for April.
	3. W Leathem noted that D O’Hara and R Donnelly have both been reappointed as board members to November 26.
	4. It was noted that a more extensive Chief Executive’s report and finance report is better going forward, the number the Chief executive report along with the attachments.
6. **Date of next meeting** – 26th April 2023 at 10.30am at Belfast Castle. Finance Committee 9.30am.