

ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting
13.30, Wednesday 28 August 2019
Cambrai Street, Belfast

Present

Mr W Leathem	Chairman
Ms C Magill	Director
Mr R Donnelly	Director
Mr D O'Hara	Director
Mr R Havlin	Director
Ms J Cowan	Director
Mr W Atkinson	Chief Executive
Mrs SJ Mowbray	Company Secretary/Head of Corporate Services
Mr S Jackson	Head of Manufacturing & Recycling
Mr D Cowan	Head of Employment Services

Apologies

None

1. Conflict of Interest

1.1.A perceived conflict of interest was noted for the SMT in relation to the pension benefit re-design.

2. Minutes of the meeting held on 25 June 2019

2.1. Minutes from meeting on 25 June 2019 were approved.

2.2. Actions from previous meetings were noted as cleared.

3. Chairman's Business

3.1. The Chairman updated members in relation to:

- The Chair formally thanked to Jim Perry, Gavin Adams and Aidan Bennett as outgoing Board members for their hard work and dedication to the Board;
- William Leatham and Joan Cowan were formally adopted as Employer Nominated Trustees and will undertake formal training at the end of September;

- The Chairman attended an induction meeting with the Department last week with a senior Departmental official;
- A governance meeting has been organised between Departmental officials, the Chairman and CEO for October;
- The Annual Report and Accounts have been finalised and laid with the Assembly. A full copy was provided to the Board;
- A copy of the Tailored Review report has been received and will be circulated to the Board for full discussion in September's Board, as a Board response to due to the Department by 27 September;
- The draft revised MSFM has been received and will be considered in September's Board;
- Board member training is being organised between Usel and the Department, for all new Board members. Details will follow once training is organised.

AP: Issue copy of Tailored Review and report on Remploy to the Board.

4. Pension Scheme Update

- 4.1. The CEO updated members on the departmental actuarial report, in relation to the pension benefit re-design business case.
- 4.2. Clarification was provided to Board members on areas such as variation in assumptions and context within Employment Support.
- 4.3. Board members agreed to progress revising the business case in line with recommendations within the Department's actuarial report.

5. Chief Executive's Report

- 5.1. The Directors reviewed the Chief Executive's Report which had been circulated with Board papers. The following was noted:

Stakeholder Engagement

- 5.2. Following a recent meeting with the Chief Executive of Mid and East Council, Usel have now received a formal invite to present at the October meeting of SOLACE (Society of Local Authority Chief Executives).
- 5.3. This invite will provide an opportunity to engage with senior stakeholders across the various council and highlight current and future opportunities to work strategically with all the councils within NI regarding disability employment support.

STRIDE & TfS 2018-19 Performance

- 5.4. Following a self-evaluation process for STRIDE, Usel's overall effectiveness was rated as "very good" and TfS was rated "good" in three areas:

- Outcomes for learners
- Quality of Provision
- Leadership and management

5.5. The reports were provided in full to Board members.

Employment Support Programme

5.6. Usel are aware that the Department are considering changes to the Employment Support programme, including the delivery arrangements.

5.7. In preparation, Usel has completed a scenario-planning exercise to predict the impact on Usel.

New Ways of Working

5.8. Usel has worked with an external HR Business Partner for two years for support and guidance, with the administration being fulfilled by our ICT & Compliance Manager. The quality of provision has been good, however, over the last two years the number of staff within Usel has grown by over 50%, to approx. 160 staff.

5.9. In addition, we have just developed and new Values Framework which seeks to embed the values into the culture of Usel. Given the importance and complexity of cultural change and recent feedback from key stakeholders including several board members. We have identified the need for a People and Culture Manager to effectively support the continued work in developing Usel as a great place to work.

5.10. It was confirmed that there is sufficient budget for the post.

5.11. The Board noted the additional post.

AP: Values Framework to be circulated to Board.

Pension Benefits Redesign

5.12. A business case for a pension benefit redesign was submitted to Department in February of this year. A formal response has been received and was provided in full to the Board.

6. Head of Corporate Services' Report

Finance

6.1. The Directors reviewed the summary financial position against budget, for **June**, and noted a deficit of £23k. Budget forecast for **June** was £28k deficit, therefore there is a positive variance of £5k.

6.2. The Directors reviewed the summary financial position against budget, for **July**, and noted a deficit of £18k. Budget forecast for **July** was £20k deficit, therefore there is a positive variance of £2k.

6.3. YTD we have delivered a surplus of £36k. Budget forecast for YTD position, as at 31 July was a deficit of £9k. This is a positive variance of £45k.

6.4. It was noted that income and expenditure lines were within 10% variance tolerance.

6.5. Any additional clarification requested by Board members was provided.

HR

6.6. The average absenteeism rates for 2019-20 are as follow:

	June 2019	July 2019	YTD Average
<i>Absenteeism rates - short term- National Average 3% dependant on demographics</i>	3.63%	1.73%	2%
<i>Absenteeism rates - long term (+4 weeks)-National Average 2.5% dependant on demographics</i>	1.32%	1.75%	2.2%

6.7. No other substantive issues to note.

6.8. Usel are continuing to engage with its out-sourced HR business partner as required and monitor the contract spend each month.

ICT & Compliance

6.9. There were no incidences of ICT or data breaches to report.

7. Adult Safe Guarding Issues

7.1. No new issues to report.

8. Balanced Scorecard 2019-20

8.1. Performance against Q1 of 2019-29 Balanced Scorecard was presented to the Board and was noted.

8.2. One target was noted as red in relation to income received from the Ballymena factory shop. A possible solution has been proposed and is currently with the Department for their consideration.

AP: Business Plan 2019-20, Budget 2019-20 and Corporate Governance Review to be circulated.

9. Health & Safety

9.1. Health & Safety forum continues to operate on monthly basis.

AP: Current H&S structure and governance update.

10. Risk management

10.1. The Board noted the changes to the risk register.

AP: Include ES on the register.

11. Policies for Approval

11.1. No policies were presented for approval.

11.2. The following policies were submitted for approval in September's Board:

- Working from Home Policy
- Equality Scheme v2
- H&S Committee – Terms of Reference
- Flexible Working Policy
- Recruitment and Selection Policy v2

12. Any Other Business

12.1. The CEO provided Board members a reconciliation between 2018-19 final Annual Report and Accounts and management accounts.

12.2. Carol Magill has been adopted as Chair of Audit Committee and remaining Board members will be Committee members.

12.3. Dermot O'Hara has been adopted in Finance Director role.

12.4. Ms Cowan enquired about whether Usel have made provision for a holiday pay accrual. Mrs Mowbray advised that she was working with the Department in this matter, that the impact on Usel was minimal, however the impact on ES scheme is unknown and has been highlighted.

12.5. The Chairman excused the SMT and updated the Board in relation to the ongoing job evaluation process.

13. Date of Next Meeting

13.1. 25 September 2019