

ULSTER SUPPORTED EMPLOYMENT LTD

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

Minutes of a Board of Directors Meeting

13.30, Wednesday 18 December 2019

Cambrai Street, Belfast

Present

Mr W Leathem	Chairman
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

Ms C Magill	Director
-------------	----------

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 14 November 2019

2.1. Minutes from meeting on 14 November 2019 were approved.

2.2. An update on the following actions from November's Board was provided:

- An update will be provided to the Board in relation to Usel's values at Agenda Item 9;
- The Chair to formally communicate the Board's concerns to the Department;

- Usel provided confirmation to the Board that its insurance extends beyond Usel's core working hours, if an employee is undertaking work on behalf of Usel;
- A paper outlining wraparound support has been included at Agenda Item 2;
- Letters of thanks from programme participants were circulated to the Board.

2.3. All actions are cleared.

3. Chairman's Business

3.1. The Chairman updated members in relation to:

- The majority of Board members attended governance training in November 2019. One additional Board member will attend the training in the New Year;
- The Chair attended the NI Leadership Governance Conference which was informative and a number of key networking opportunities were established;
- The Pension Trustee's attended Pension Trustee Toolkit to inform their role on Usel's pension scheme;
- DfC launched its Supporting People, Work and Health Operational Strategy 2020-2025, which was shared with the Board;
- Documentation in relation to the Partnership Agreement was shared with Board members. Usel are keen to take the lead with DfC in relation to this initiative.

4. Update from Department for Communities

4.1. Ms D Ward provided an update to the Board in relation to pertinent matters within Department for Communities.

4.2. The Board expressed its thanks to Ms Ward for attending and for the continued support of the department.

5. Pension Scheme Update

5.1. An update has been included in the CEO's report.

6. Chief Executive's Report

6.1. The Chief Executive provided the following update:

Continuous Improvement

6.2. Usel continues to develop its Training for Success provision. The Education and Training Inspectorate audit is now complete. The outcome of the audit resulted an overall rating of "Good" and highlighted many strengths within the current programme. The audit team highlighted the positive impact the programme is having on the learners supported and promoted the idea of developing the current model to support a larger number of learners.

6.3. The overall grading of "good" was very positive, however, only for the fact we have only two years data rather the required three years of trend data, the result may have been "very good" or "outstanding" based on current outcomes.

6.4. The draft for the proposed new partnership agreement with our sponsor department has been received. In the coming weeks Usel will review the document and begin to engage with DfC in relation to implementing the new agreement and moving away from the current MSFM.

New Business Development

6.5. Confirmation has been received that Usel were successful following a tender for the coffee shop at Lady Dixon Park and Belfast Zoo, in partnership with BCC.

6.6. A number of other discussions have taken place with other stakeholders regarding other tender opportunities. A further update will be provided at the January board.

6.7. A capital request was submitted to the department for approx. £120,000 to purchase two forklift trucks, a tele-handler and a refrigerated van. The

outlined capital spend is to support the continued development of the wider Usel business.

6.8. Usel are also progressing a plan to develop a new line of business within recycling. The new operation will focus on confidential paper shredding. In preparation, the management team are updating Usel's accreditation and infrastructure. The target date for implementation is the end of January 2020.

6.9. There may be a requirement for additional equipment to support the new business however initially we will rent any additional equipment in order to prove the concept, prior to developing a business case should there be a need for any capital investment.

Pension Redesign

6.10. Usel are aware of a possible delay in the review of the revised pension business case due to the department being out of contract with the actuary appointed previously. We have again highlighted the need for urgency and await a response from the sponsor team.

7. Head of Corporate Services Report

Finance

7.1. The Directors reviewed the summary financial position against budget, for **November**, and noted a surplus of £39k. Budget forecast for **November** was £5k surplus, therefore this is a positive variance of £34k.

7.2. YTD we have delivered a surplus of £75k. Budget forecast for YTD position, as at 30 November was a surplus of £5k. This is a positive variance of £70k.

7.3. It was noted that income and expenditure lines for YTD were within 10% variance tolerance.

7.4. No clarification was requested by Board members.

AP: Full management accounts to be provided in January Board.

HR

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

	Usel November 2019	Usel YTD Average
<i>Absenteeism rates - short term-National Average 3% dependant on demographics</i>	1.92%	2%
<i>Absenteeism rates - long term (+4 weeks)-National Average 2.5% dependant on demographics</i>	4.66%	3%

* This equates to eight staff – one has returned to work and one will leave the business at the end of December.

7.6. No other substantive issues to note.

ICT & Compliance

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

8. ETI Report

8.1. A copy of the ETI report was provided to the Board and presented by the CEO.

9. Usel's Values

9.1. Mrs Mowbray presented an update to the Board on Usel's Values.

10. Adult Safe Guarding Issues

10.1. No new issues to report.

11. Health & Safety

11.1. The Health & Safety forum continues to operate on monthly basis. No issues to note.

12. Risk management

- 12.1. The amendments to the risk register were noted by the Board.

13. Policies for Approval

- 13.1. None

14. Any Other Business

- 14.1. The Board resolved that the Danske bank mandate presented for Mr W Leatham and Mr D Cowan should be entered into. The resolution was duly passed in accordance with Usel's Memo and Articles of Association and remains in full force and effect.

- 14.2. The Chair thanked the Usel team for all their hard work in 2019.

- 14.3. The Board went into committee (all members of senior team retired) to discuss the second draft job evaluation and benchmarking report for the role of the CEO. Based on the findings of the report, the Board unanimously agreed with the recommendation regarding an increase to the CEO salary. Subject to consultation with the Dept in line with the MSFM.

15. Date of Next Meeting

- 15.1. 31 January 2020