**ULSTER SUPPORTED EMPLOYMENT LIMITED**

Minutes of a Meeting of the Board of Directors

**Tuesday 25th February 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  Mr D Duffy Director  Ms E Finlay Director  Mrs M Corkey Director  Mr S Jackson CEO  Mr D Cowan Head of Employment Services  Ms R McCarthy Head of Finance  **Present:**  Ms R Smyth Minute-taker / Company Secretary  **Apologies:**  Apologies were received from N Donnelly.  The Chair welcomed everyone to the meeting. |
| 2. | **Declarations of Interest -** None noted. |
| 3. | **Minutes and Actions** |
| 3.1. | **Minutes of the previous meeting held on 29th January 2025.** These were proposed by E Finlay and seconded by R Havlin.  **Minutes on the Budget Briefing 17th February 2025**  Changes to the wording at sections 3.2, 4.3 & 4.6 were discussed and accepted. |
| 3.2 | **Matters Arising**  There were no matters arising. |
| 3.3 | **Action Log:**  Items 90, 95,98,103 were deemed closed.  Item 105 – Request for date in writing from auditors. The Head of Finance stated the auditors have requested more information which will require considerable work to supply as it is not easily accessible. No confirmation has been received on the March deadline. The Vice-Chair stated she would communicate with them.  **Action:** S Wakfer |
| 4 | **Written Procedures** |
| 4.1 | **Data Protection Policy**  The meeting discussed the policy querying oversight of data protection issues and how they are captured. The CEO explained all data breaches are reported to the Department. |
| 4.1.2. | The Chair requested that going forward, all Board papers and policies come with a summary of reasons why the policy is before the Board and what changes have been made.  **Action:** CEO to review paper summary process. |
| 4.2 | **Absence Management Policy**  The meeting discussed the policy, and the CEO explained the Hark system. Appendix 2 is to be reviewed by Human Resources.  **Action:** R Smyth |
| 4.3 | **Redundancy Policy**  E Finlay recommended some changes and will forward to R Smyth before the policy is brought to the POD Committee.  **Action:** E Finlay / R Smyth |
| 5. | **Chairs Report** |
| 5.1 | The Chair reported that he has held a 1:1 with the CEO and has attended the Cyber Risk seminar. The Chair also reported on a consultation with Carson McDowell. |
| 5.2 | The Chair announced that E Finlay will become Vice Chair of the POD Committee and M Corkey will become Vice-Chair of the ARAC with immediate effect. |
| 5.3 | **Finance Committee**  D Duffy gave an update on the financial position stating there were some positives and some negative budget lines, but it generally balances out. Work on the draft budget is moving forward.  The meeting discussed concerns regarding the significant budget deficit moving forward and agreed that wider conversations must be had with the Department on GIA and SFWL. It was agreed that budget pressures remain on a watching brief on the strategic risk register. |
| 6 | **CEO’s Report** |
| 6.1 | The CEO presented his report to the meeting. The report was taken as read. |
| 6.1.1. | The CEO gave an update on a meeting with CPD to discuss their contract. This will be reserved again for 2026. |
| 6.1.2 | **Pensions Scheme Report**  The CEO presented an options paper to the meeting on the pension scheme, for consideration. He explained that the first option would involve the deficit being cleared as quickly as possible and the second option would see it cleared by 2033. Both options would have different budget implications. He gave further details on staff situations and numbers.  The Chair gave further information from the Joint Pensions Forum stating that a decision on options was required by June of this year for the recovery plan and stating that option 1 would shorten the liability period to October 2028.  The meeting discussed if the decision could be reviewed at the next tri-annual review. It was agreed that it needs to be added to the risk register.  **Action:** CEO to add to risk register  The meeting discussed in detail affordability of both options and various mechanisms for maintaining a surplus and the potential to move to Master Trust within 2 years.  The CEO raised the concern that employers are querying why they are contributing to it. The Chair commented on the current liability for employers and stated that a discussion on workforce is required and suggested a decision could be made when the budget is finalised. The members commented that a clear reason for the choice was required.  The CEO stated the Department are in favour of Option 1.  The Chair commented that if Option 2 were accepted, this would be done by written consent. If needed before the next board meeting  **Action:** CEO to check date with Mercers. |
| 6.2 | **Budget Pressures and Strategic Workforce Planning**  This paper was withdrawn until more detail can be provided. |
| 7. | **Business Reporting** |
| 7.1 | **Employment Services Report** |
| 7.1.1 | The Head of Employment Services gave an update on the following;  Empower – notification on the future of Empower is still awaited.  Workable – tender application was successful for the period 01/04/25 – 2029.  The Stables tender is still pending. |
| 7.1.2 | **Safeguarding Report**  The Report was presented to the meeting confirming that all relevant staff and been trained in adult safeguarding in the reporting period, and that there were no safeguarding incidents to note. |
| 7.2 | **Operations Report** |
| 7.2.1 | The CEO presented the report to the meeting and gave updates on planned meetings with councils and a new recycling contract, confirming that a paper will come to the board on the details. He stated that some adjustments might need to be made to the building to accommodate the new contract and therefore a capital spend may be required.  The meeting discussed recycling, projected income and staffing logistics. The scope for shredding expansion was given consideration, the CEO stating this is a growth area that would need resource planning.  The Chair commented that the report contained statistics that could be utilised effectively for marketing. |
| 7.3 | **Health & Safety Report**  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 January Finance Report was presented to the meeting and taken as read. |
| 8.1.1 | The Head of Finance gave an update on the budget stating that some small amendments have been made since the budget meeting in the previous week.  She reported to the meeting on a discussion with Sponsor Branch; they are aware of Usel’s budget situation and are committed to supporting Usel.  The Head of Finance detailed figures on the planned pay remit and stated this is a priority. She commented that with the revised budget figures, this would bring the business in on budget for 24-25.  The members were in agreement that further information on GIA and any potential additional funding is required from the Department before the budget is finalised. The Head of Finance will communicate any updates to the Board. |
| 8.2 | **USEL Annual ARAC Report to the Accounting Officer 2023/24**  The Vice-Chair presented the report to the meeting stating it is an update on the previous year’s version, using the same format that the Department provided and were content with. This report covers the accounting period 2023/24 and would have been produced by the Chair at that time, D O’Hara, hence was signed by her as Vice Chair during the period. The report was considered and accepted. |
| 8.3 | **USEL Corporate Governance and Risk Management Framework v 1.0 11 4 22**  The Vice-Chair presented the report to the meeting stating it was referenced in the ARAC report and is just for information.  Several updates were deemed necessary at;   * Section 4.3 – to be updated to eight. * Diagram at section 4 to be modified. * Version number to be updated to 2 as of February 2025.   **Action: R Smyth** |
| 9.1.1 | **Matters to Note** |
| 9.1.2 | **Risk Register Deep Dive**  The Vice Chair stated that pension provision needs to be added to the register and consideration given to how this is articulated. Casual workers also need to be added. It was agreed the Vice Chair and CEO will work through the wording together.  **Action:** Vice Chair and CEO  The meeting discussed adding income as a risk, agreeing this requires on-going monitoring and could come under ‘Financial Management’, incorporating pressures on the budget. E Finlay stated she would share wording on this with the members.  **Action**: E Finlay.  The current register was accepted. |
| 9.1.3. | **Partnership Agreement**  The Chair explained this had been forwarded from the Department with their additions. R Smyth had reviewed to ensure all changes had been made. The meeting agreed this can now be signed off. |
| 10.0 | **Training Register**  The Chair requested that all members keep updating their training regularly and requested R Smyth check why some modules are still showing which need to be removed.  **Action:** R Smyth |
| 10.1 | **Commercial Review**  The Chair stated that a summary of the document was required to explain why it was being brought to the Board. It was also agreed that 3.10 needs to be reviewed. The document will be brought back to the Board in due course. |
| 11.0 | **Any Other Business**  The CEO reported on the recent ‘Chats with the Chief’ session. He commented that it had been a very positive session and the staff who attended seem very committed to progressing Usel’s goals. Their main concerns are around pay, pensions and the job evaluation.  The meeting noted the comments. |
|  | There was no other business. |
|  | **Date of Next Meeting –** Wednesday 26th March 2025 at 10 am. |