

**UNITE Ltd.**  
**MEDIATION•CONCILIATION•TRAINING**

**Minutes of the Board of Directors' Meeting**  
**Wednesday 26 November 2008 at 5.00 p.m.**  
**Conference Room 2, Southlands Centre**

|                      |               |            |
|----------------------|---------------|------------|
| <b>Present</b>       | C Butterfield | Vice Chair |
|                      | G Dobson      | Treasurer  |
|                      | C Fields      | Director   |
|                      | P Frankland   | Director   |
|                      | S Twist       | Secretary  |
|                      | H Wallace     | Director   |
| <b>Apologies</b>     | L Laidler     | Director   |
|                      | J Shepherd    | Chair      |
|                      | D Whiting     | Director   |
| <b>In Attendance</b> | Helen Lowrie  | CEO        |

- BO59/08      Good Governance**  
Good governance feedback was given by S Twist who wished members to give attention to the documents circulated at the Governance Training event and requested handouts from David Dorman-Smith be retained in UNITE's Library. S Twist identified that the Challenging Behaviours questionnaire could be used by other organisations as it is a very useful tool. The amended Appraisal Form designed for Board Member Appraisal was approved. The Chairman recommended the inclusion of targets (not too onerous) for key Directors.
- BO60/08      Apologies for absence and declarations of interest**  
As the Chair had given her apologies for absence the Vice Chair chaired the meeting. L Laidler forwarded her apologies for absence.
- BO61/08      Approval of the minutes of the BOD Meetings of 29 July and 30 September 2008**  
The minutes were approved by S Twist and G Dobson.  
Approval of the BOD Minutes of the Meeting of 30 September 2008  
The minutes were approved by G Dobson and H Wallace.
- BO62/08      Matter arising from the BOD Meeting of 30 September 2008**
- ❖ All of the actions were completed with the exception of the following:
  - ❖ B033/08 – Lyons & Co Quote – current audit fees could be reduced by approximately xxxx; the Directors recommendation was to retain Tindles for the next audit and ensure that they are aware that their fees are being benchmarked against competitors.
  - ❖ B020/08 – A letter has been forwarded to Redcar & Cleveland Borough Council xxxxxxxxxxxxxxxx.
  - ❖ Pay Policy still ongoing, the current arrangement is working
  - ❖ B052/08 – The CEO thanked members who had produced the 100-word profile and reminded members that outstanding contributions needed to be completed. The Directors agreed that their profiles should appear in the next Annual Report and on the web site. Directors may wish to amend their profile before UNITE release them to the public and therefore a deadline of 19 December was agreed.

**BO63/08**

**Financial Matters**

• **Income and Expenditure Account**

It was recommended that another column be added for expected outturn on the 2008/09 income/expenditure account.

CEO to speak with the Resources Team Leader to see if the presentation of this information can be improved on the spreadsheet. The CEO to check a figure on b2 (RSL) currently showing a £xxxxx negative variance. See below for the explanation.

*(Housing Hartlepool - annual contract fee = £xxx - amount outstanding of £xxxx will be invoiced in December.*

*Your Homes Newcastle - annual budgeted fee was estimated at £xxx - UNITE has received £xxx (plus an invoice of £xxx) - the outstanding amount is £xxx. It is important to note that this contract is a case by case arrangement and therefore UNITE are relying on Your Homes to refer the cases to generate revenue. xxxxxx.*

The Treasurer reported the Income and Expenditure Account is showing a potential surplus for the year-end, reflecting an improved position on the projected budget. The Treasurer asked whether the CEO and Resources Team Leader had checked the over spends and under spends from the 2007/08 budget and taken account of these when budgeting for 2008/09. The CEO confirmed that the variances had been taken into account during the budgeting process.

• **Balance Sheet**

The Treasurer noted the Balance Sheet was showing a healthy position.

• **Income Generation Table - 21 November 2008**

The contents of the table were noted. Two new bids have been submitted and are awaiting decision. Community Justice Initiative has encountered blockages in current negotiations. It was recommended that the CEO and Projects Manager continue with the negotiations, assisted by the Company Secretary.

• **Cost of Living Increase**

The 2.5% increase was approved and it will be backdated to 1 April 2008. A discussion took place about the timing of cost of living awards and whether the date should be changed to reflect the date when funding is secured. For example the date changed to December when most of UNITE's customers have in principle agreed to fund the organisation in the following financial year.

The CEO requested copies of Pay Policies from other organisation in the hope that they may highlight good practice. It was agreed that the deadline for this piece of work be moved back to March thus allowing SMT to concentrate on the Business Proposals.

**BO64/08**

**Human Resources**

Information from the CEO mid term appraisal was fed back to the Directors.

**BO65/08**

**Statistics**

Statistics for referrals were tabled for information purposes. The website report produced by M James was considered concise, informative and well written. The CEO will ensure that M James receives the positive feedback from the Directors.

**BO66/08**

**Equality & Diversity**

Nothing to report

**BO67/08**

**Health and Safety Issues**

Absence Management Policy - Occupational Health - The Board was informed

that two staff members had reached a trigger point. The implications of this were discussed and it was agreed a human resource perspective was required, particularly with regard to how staff are paid and what support they receive whilst off sick. C Fields and P Frankland offered to obtain copies of their organisation's Sickness Absence Policy for comparison and review purposes. The Absence Management Policy and Procedure will be improved and updated for the January Board meeting.

**BO68/08**      **Correspondence**  
Nothing to Report

**BO69/08**      **Any other business**  
• **Business Proposal**

Two staff members had submitted Business Proposals related to a paid mediation model and SMT and key staff had responded to this with a SWOT analysis. It was agreed that the Proposals themselves did not contain enough information for Board Members to make an informed decision. It was agreed that a working group would be formed to investigate the strengths and weakness of the Proposals.

UNITE members needed to understand more fully the risks associated with the plans i.e. business vulnerability, exploitation of training opportunities.

The Company Secretary advised this was an opportunity to seek and introduce a new contractual arrangement with the collaboration of individuals.

The Company Secretary, P Frankland and SMT were to form a working group and develop a forward plan to share with Board Members within ten days to two weeks. The aim was to seek consensus and then inform the staff members of the outcome without the necessary Board Meeting.

P Frankland agreed to send a draft policy for whistle-blowing to the CEO.

• **Record Keeping Policy & Procedure Policy**

The amendment was proposed by P Frankland and seconded by C Fields.

• **Key Performance Indicators**

The statistics were tabled for information.

**BO70/08**      **Date of next Board Meeting**

|  |  |   |                    |             |
|--|--|---|--------------------|-------------|
| <p>Wednesday<br/>28 January 2009 at<br/>5.00pm</p> |  | <p>Send copy of whistle-blowing policy to CEO</p> | <p>P Frankland</p> | <p>ASAP</p> |
|--|--|---|--------------------|-------------|