

For publication

National Adult Literacy Agency

Board Meeting
Wednesday 24 June 2020
17:00 – 19:00 Virtual

Present: Mary Bambrick (MB), Chairperson, Louise Canavan (LC), David Heylin (DH), Ciaran Casey (CC), Pat Ayton (PA), Hazel Cryan (HC), Marie O’Gorman (MO’G), Kevin Kelly (KK).

Apologies: Olive Phelan (OP), Anna Touhy Halligan (ATH), Lee Mitchel (LM), Sinead Ryan (SR), Michael Duffy (MD).

In Attendance: Inez Bailey (IB) (For items 5 to 9)

Minute Taker: Miriam Johnston (MJ).

Decisions taken at the meeting:
The Board approved the revised Terms of Reference of the Education, Training and Assessment Sub-committee.
The Board approved the retention of the current Customer Charter without any change.
The Board approved the substitution of the Code of Conduct for Charity Trustees template which had been developed by the Charities Regulator for the current NALA Code of Conduct.
The Board approved the Making of Protected Disclosures Policy.
The Board approved the appointment of Sigmar as recruitment consultant for the next CEO.
The Board approved that the management team be asked to act up during the interim period.

1. **Declaration of any conflict of interest** – none.
2. **Previous minutes and matters arising.**

The minutes of the previous meeting on 13 May 2020 were adopted subject to a correction to show that CC had been in attendance and that the minutes for Item 5 of that meeting had been taken by LC.

It was noted that the draft minutes had not been accompanied by a cover sheet and it was agreed that the minutes are to be accompanied by a cover sheet in future and that the redacted version of the minutes of the previous meeting be circulated for the September meeting to prevent a backlog of minutes for publication.

MB reported that the process of ensuring consistency of format for minutes for all the sub-committees of the Board, in accordance with the recommendations of the OBGD External Evaluation Report of June 2020, was in hand.

3. **Reports from all Sub-committees:**
 - a. **Student Sub-committee**

The minutes of the meetings of the Sub-committee of 20 May and 3 June 2020 were taken as read. As MD was not at the meeting there was no further update on the work of the Sub-committee.

b. Audit and Finance Sub-committee

The draft minutes of the meeting of the Sub-committee of 8 June 2020 were taken as read. DH gave a brief overview of the accounts. NALA had a surplus of c. €17,000. Expenses were generally down except for postage which had increased because of the need to cancel and re-schedule the AGM. The income from the Plain English Service had been volatile. The policy papers which had been considered by the Sub-committee were being dealt with as a separate item.

c. Staff and Policy Sub-committee

The minutes of the meeting of 5 February 2020 were taken as read. MB gave an overview of the matters dealt with at the meetings of the Sub-committee of 8 May, 12 May and 17 June 2020. The meetings were principally concerned with the approved career break for IB and the subsequent recruitment process. MB informed the Board that LC would be leaving both the Board and the Sub-committee. She asked the other members of the Board to consider joining the Sub-committee and to send her an email if they were available to join.

d. Education, Training and Assessment Sub-committee

PA briefed the Board on the most recent meeting of the Sub-committee which had taken place on 18 May 2020. The Terms of Reference of the sub-committee had been considered and the recommendation to the Board was that the Terms of Reference be amended to include all education, training and assessment in NALA and not just that which is learner-focussed. The Board approved the revised Terms of Reference of the Education, Training and Assessment Sub-committee.

MB advised the Board that the process of reviewing the terms of reference of sub-committees is likely to be altered following the recommendations of the OBGD External Evaluation Report of June 2020.

4. Papers from the Audit and Finance Sub-committee

a. NALA Customer Charter

The Board approved the retention of the current Customer Charter without any change.

b. NALA Code of Conduct Form

The Board approved the substitution of the Code of Conduct for Charity Trustees template which had been developed by the Charities Regulator for the current NALA Code of Conduct.

c. NALA Making Protected Disclosure Policy

The Board approved the policy as circulated and requested that IB nominate another senior manager to take on the role of Protected Disclosure Officer

for the period when the position of CEO is vacant. It was suggested that this might be dealt with in the handover document and that the website should be updated accordingly.

5. CEO Recruitment and interim arrangements

MB briefed the Board on progress on the recruitment of a new CEO. The invitation to tender had been posted on the website and five tenders had been received. These had been scored and the most advantageous tender had been received from Sigmar. The Board approved the appointment of Sigmar as recruitment consultant for the next CEO. Sigmar will manage the whole process and advise on the makeup of the interview panel. The expectation is that the new CEO will be in place by January 2021. MB confirmed that the Staff and Policy Sub-committee recommended that the management team be asked to act up during the interim period and the Board approved that course of action. The managers would be asked to share tasks between them and to make decisions together. If necessary, decisions could be escalated to the Board for guidance.

6. CEO's Report

The CEO's report was taken as read. IB provided the following additional information:

Objective 1. The inclusion of a plan for adult Literacy in the Programme for Government was an exciting development. All spare capacity in NALA has been devoted to the Learn with NALA project.

Objective 2. It is expected that the EasyReader books will be bought by libraries and centres.

Objective 3. There are fewer Plain English Service clients but the volume of work is larger.

OBGD were awarded the contract to create a new Performance Management Development System.

The interviews for the Corporate Services Officer were to take place on 30 June 2020.

7. T1 report

IB introduced the first report in the new format. The T1 report covers work until the end of April. It was generally agreed that the report was easier to follow than the previous version. It was noted that the governance report was not completed. IB advised that the Finance and Corporate services team were down on personnel and consequently things were a bit behind.

8. External Evaluation Report

It was agreed that the report represented a thorough evaluation and the Board noted the overall finding that the Board was well-functioning.

The recommendations were considered to be practical and relevant and provided a good work plan for the new Board to be elected in September. The Board recommended that OBGD be asked to present the report to the new Board at a meeting in the autumn.

9. AOB

In the light of her forthcoming career break, MB thanked IB for her 25 years of service to NALA and for her huge contribution to adult literacy in Ireland. She had had the drive and charisma to take the organisation forward and the commitment in the Programme for Government in respect of adult literacy was a tribute to her work. IB replied that she had a passion for NALA as an organisation and that she had enjoyed her time working in NALA. Seeing the change that literacy makes to people's lives had been a great motivator for her. She appreciated being offered the career break and particularly thanked MB who had done trojan work as Chairperson.

MB also thanked MJ who was leaving NALA and wished LC well.

Actions from the meeting:
Redacted version of minutes of previous meetings to be circulated to the September meeting – CMcN/EC/PC
Nominate another senior manager to take on the role of Protected Disclosure Officer - CMcN/EC/PC
OBGD be asked to present the report to the new Board at a meeting in the autumn - CMcN/EC/PC

Please note: All sensitive and personal matters will be removed from NALA's Board minutes before publishing.