

<b>National Adult Literacy Agency</b>	
<b>Draft Minutes of the NALA Board</b>	
<b>Date:</b>	03 May 2023
<b>Time:</b>	4:30pm – 7.00pm
<b>Venue:</b>	Online - Zoom

<b>Chairperson:</b>	Margaret Kelly (MK)
<b>Present (Charity Trustees):</b>	Catherine Devlin (CD), Elma Teahan (ET), Frances Ward (FW), Maurice Sammon (MS), Tom O'Mara (TOM), Pat Ayton (PA)
<b>Quorum:</b>	<input checked="" type="radio"/> Yes <input type="radio"/> No
<b>In Attendance (Others):</b>	Colleen Dube (CEO), Paul Cahill (PC) (Finance & Corporate Services Manager), Michelle Reade (MR) (Governance & Compliance Officer)
<b>Apologies:</b>	Maria O'Gorman (MOG), Tracey Reilly (TR), Trish Nolan (TN) Lynne Keery (LK)

Please see Glossary of Terms at the end of this document for guidance

<b>1. Welcome</b>
MK opened the meeting
<b>2. Conflicts of Interest</b>
<p>MK informed the Board that the continued employment of the CEO was on the agenda and that Colleen Dube, CEO would leave the Zoom meeting temporarily while this was being discussed.</p> <p>Before moving on to agenda item 3, MK requested that the list of decisions sought on the agenda for this meeting be updated when being filed for the records. She requested that Decision item 6.1.3 – To approve the operating budget be updated to include “and to approve pay increase of 1 March 2023”.</p> <p>PC clarified that this was approved before Christmas 2022. MK confirmed that the Board approved the increase but that we should now approve the payment as we now have budget approval from SOLAS. PC outlined for clarity that it had been paid already so this would be a post-implementation approval.</p>
<b>3. Draft Minutes 29 March 2023 Board meeting</b>
<p><b>NOTED:</b></p> <ul style="list-style-type: none"> <li>MR provided an update on the status of actions from the 29 March meeting.</li> </ul>

- MK referred to the agreement that was reached to raise the issue of pay and conditions for Tutors with SOLAS at the next implementation meeting. She queried if there had been another implementation meeting since that time. CEO advised that there hadn't been an implementation group meeting but that it has been raised at every possible opportunity including meetings with SOLAS, the Minister and with the Chair of the ALOA. As of today, CEO understands from TUI that an offer is imminent.
- MK also enquired about maths tutoring provision. CEO confirmed this was a live issue with the ETBs.

**AGREED:**

- The minutes were approved.

#### **4. 2023 Work Plan and Implementation Framework**

**NOTED:**

CEO referred to the Work Plan and Implementation Framework for 2023. CEO gave an overview of the particular issues and updates for the Board's attention and consideration. She remarked that there were no significant changes since the end of March.

- ALL Strategy:
  - Clare McNally has now started in the ALL Programme Office.
  - Discussions are ongoing with the ALL Programme Office regarding the scope / funding of a Prison Literacy Project and Helen Ryan's start date (no later than end June 2023). SOLAS have agreed that if we need Helen to return to NALA temporarily to support the onboarding of her replacement this will be possible.
  - NALA has partnered with 5 organisations on 5 applications to the ALL Innovation and Collaboration fund. The applications are currently being reviewed and we don't expect to hear the results until the end of May.
  - CEO clarified that the Prison Literacy Project will be funded separately to the ALL Innovation and Collaboration Fund projects.
- LWN is going from strength to strength in terms of engagements and users. This is down to the supports and strategic engagement we have put into the LWN team such as the Support Officer Team, dedicated helpline and welcome messaging.
- MK enquired if there was advertising. CEO outlined that we do have focussed Facebook campaigns and we are planning on doing some targeted promotions over the Summer months including digital and local radio. SOLAS may do a campaign in September but this isn't certain. CEO provided an explanation for the Board on some of the advertising jargon such as lead, links, impressions and reach.

- Student Development Fund:
  - 76 eligible applications have been received
  - CD added that the applications contain a lot of outdoor activities following on from a focus on digital equipment following the COVID years. CEO further added that we are trying to reduce our funding for digital resources as ETBs can provide funding for that.
  - MK enquired how the funds would be allocated as we have requests in for more money than is available. CEO clarified that the applications are going through a selection and scoring process by the panel and some applicants will only get a portion of what they applied for.
- Student Day - Galway
  - Very successful day with close to 200 attendees
  - Huge interest from ESOL Students, approximately 77%, meaning NALA staff and facilitators had to reorganise some events on the day and put on an additional ESOL workshop which they did so on short notice. CEO has contacted ETBI and SOLAS for an update on ESOL provision as it is having an impact on our services and we need to react strategically.
  - CEO outlined we are reaching out to ALL Regional Coordinators to establish if they would collaborate with us on more regional events to facilitate more students who prefer to attend local events or where travel is an issue.
- Financial Literacy and Banks
  - The Board discussed the Bank of Ireland Financial Literacy for schools program. They have had interest from adult groups but it is not geared for adults. NALA are establishing if this is something we can respond to.

## **5. Governance and Staffing**

### **5.1 Annual General Meeting (AGM) – 13 May 2023**

#### **5.2 Update on Constitution**

#### **NOTED:**

- The AGM will go ahead without the resolution to change the Constitution as it has not yet been approved by the CRA.
- MR informed the Board we did receive an update since the cover note was prepared. The Case Officer informed us this morning that the Constitution had now been passed to his manager for review, indicating that it is nearing conclusion. However, he did not answer the questions we had in relation to the transitional arrangements but we will follow up.

- MK summarised the nominations that will be going forward to the AGM.
- Lynne Keery is not going forward for re-election to the Board. She was not present at the meeting, however the CEO and the Chair noted their thanks to her for her support to NALA while on the Board and the valuable inputs she provides outside of her role in NALA to ETBI and the ALOA.
- 51 attendees currently registered for the AGM.

### 5.3 Update on Recruitment

**NOTED:**

- There are 3 replacement posts noted in the cover note with an update. These are all in hand. The ALE position interviews have taken place and the position has been offered to the top ranking candidate.
- There is an update on the Finance and Corporate Services Manager position, who is approaching retirement age but is contracted to January 2025. We are awaiting an application to work beyond retirement age. The deadline for this has not yet been reached.

The CEO was placed in the waiting room at this stage of the meeting.

- MK presented the situation and proposal with regards to the CEO position to the Board. She highlighted the following:
  - The former CEO's career break will end on 31 July 2023 and she has confirmed she will not be returning to the position.
  - Current CEO, Colleen Dube's contract is expiring on 31 July 2023.
  - It is recommended that Colleen Dube be offered a new contract of indefinite duration with effect from 1 August 2023 with all normal clauses regarding funding, misconduct and retirement age and so forth and the following provisions:
  - Long Service Increment 1 to be applied. MK pointed out that in normal circumstances Colleen would not be due to move to this point until November, 3 years after being on the previous point on the scale but is recommending we apply it with the start of the new contract, in order to take account of time spent in her previous employment on a higher salary. This is currently €110,329 on NALA's scale (€116,634 adjusted for 35 / 37ths) and has been factored into NALA's 2023 Salaries budget.
  - 1 August 2023 to be the anniversary date for a future increment in 3 years' time.
- TOM confirmed he is satisfied with the arrangements but queried the procedure for

providing a contract of indefinite duration and whether this was within NALA's policy and procedure and the relevant regulations. MK referred to the law which is that fixed term contracts can be allowed based on "objective grounds" as to why employment should end. These grounds include a career break return or, the completion of time bound activity. With the former CEO returning there are no objective grounds. MR clarified that most staff within NALA would eventually end up with a contract of indefinite duration within NALA where they remain in their roles and the roles are not project specific.

**AGREED:**

- The proposal as outlined above and in the cover note in relation to the CEO contract was agreed.

**6 Subcommittees – minutes documentation and items for decision**

**6.1 Audit, Risk and Finance Subcommittee**

**6.1.1 Draft Minutes of 11 April 2023 meeting**

No discussion

**6.1.2 Management Accounts – January – February 2023**

**6.1.3 Management Accounts – March 2023**

**NOTED:**

- MK noted that we had our first tranche of funding and enquired how far into the year does this sustain NALA. PC confirmed we were paid the first quarter of our Core Funding and 4 months of our LWN Funding. No funding has been received yet for our Outreach program or the Student Fund. MK enquired if we need to request funding again in advance rather than in arrears and if we need to raise this again. PC confirmed there have been significant improvements from previous years so no need to contact them again at this point. CEO confirmed we did request a payment schedule which we haven't yet received. MK sought clarity that we have funds to cover any deficits and PC confirmed we do.
- PC highlighted one change from the budget that was approved in principle in January. There is an extra €20,000 that has since been secured from An Post as this is now accounted for in the budget.

**AGREED:**

- The Budget for 2023 was approved
- The pay increase of 1 March 2023 was approved

#### **6.1.4 Policies to Approve**

##### **6.1.4.1 2023 Statement of Internal Financial Controls (SIFC)**

###### **NOTED:**

- MK raised questions in relation to the SIFC regarding segregation of duties (2.1.4) and backups of financial statements (8.1.2). It was agreed that Section 2.1.4 would be updated. Regarding backups PC clarified that there are various arrangements in place for backups and confirmed that the arrangements are sufficient.

###### **AGREED:**

- The Statement of Internal Financial Controls was approved subject to the following changes to Section 2.1.4:
  - amend wording from “In the absence of the Finance and Corporate Services Administrator...” to “In exceptional circumstances” and
  - include a reference to the CEO also approving in these circumstances. This is to strengthen separation of duties as a principle that we don’t depart from.

##### **6.1.4.2 2023 Health and Safety Statement (HSS)**

###### **NOTED:**

- CEO referred to feedback received from TOM via email before the meeting.
- TOM enquired about the Drug and Alcohol policy in the HSS and concerns about it being overly onerous on line management. PC added that while it may seem that way it is important from a health and safety standpoint of others in the company. MK reminded the Board that we had approved this policy last year and did remove some of the more onerous requirements such as drug testing. CEO added that careful consideration was given to this as part of the recent detailed updates to the HSS and Staff Handbook. TOM was satisfied with this.
- TOM noted that the risk assessment format is not aligned to the risk assessment approach in the Risk Policy (coming later on the agenda). CEO clarified that we got an independent health and safety assessment conducted and that is the format that we were provided with it. In the Risk Policy we use the CRA recommended format. She added that in an ideal world we would align them if possible. TOM was satisfied with the rationale. MR added that we could look to align in the future but we would be trying to align the health and safety risk assessment to the risk policy format and not the other way around.
- MK enquired about visitors to the office and if we make them read it. CEO advised that if we have building contractors on the premises, the Office Manager will show them around

and they will be subject to their own health and safety requirements. With staff we have a detailed induction process. The Health and Safety Statement contains a procedure for other visitors to the premises. MS added that building contractors would have more stringent health and safety training (Safe Pass).

**AGREED:**

- The Health and Safety Statement was approved

**6.1.4.3 Risk Policy**

**NOTED:**

- MR confirmed that the Risk Register will be brought to the next ARF and following that the next Board meeting for approval.
- TOM queried the format of the risk scoring, he found it an unusual format that he hadn't seen before and didn't find it logical. MR and PC clarified that it is the CRA recommended format and the controls are taken into consideration in the scoring. PC added that the logic will become clearer when the risk register itself is reviewed.

**AGREED:**

- The Risk Policy was approved. MR clarified if some grammatical changes could be made on foot of TOM's feedback if the Board would be ok with that without it coming back to the Board for approval. MK confirmed if there are no substantive changes this is ok.

**6.2 Education, Training and Assessment Subcommittee**

**6.2.1 Online Learning Policy**

**NOTED:**

- MK queried QQI's expectation that we would have minimum intended learning outcomes rather than expected learning outcomes. CEO clarified that QQI wanted to distinguish between these and the requirements on NALA as a provider to adhere to this.
- MK also enquired about the ETA Subcommittee and if the members responded on time to the review of this document. PA and CEO clarified the process that took place for the ETA to review.
- TOM informed the Board that QQI had published draft guidelines for digital education which came as a surprise to us as we weren't expecting these yet and had worked off the original blended learning guidelines as advised by QQI while this process is ongoing. Another round of consultation was expected before publication of draft guidelines. The Online Learning Policy is to be submitted to QQI to support our application for approval of NALA's Level 2 Writing programme as an online offering as part of our participation in the

QQI online guidelines pilot. It was acknowledged that this publication may impact the approval process. It was agreed that we would contact QQI upon submission to confirm if we can proceed with this submission.

**AGREED:**

- TOM will forward on the communications he received from QQI in relation the Digital Education Guidelines for NALA’s consideration
- CEO will engage with the Practice and Innovation Team on the application before it is submitted
- The Board approved the Policy subject to seeking clarification from QQI.

**7. AOB**

**NOTED:**

- MK reminded the Board that the AGM is in person.
- MR reminded the Board members to register or inform NALA if they are coming.

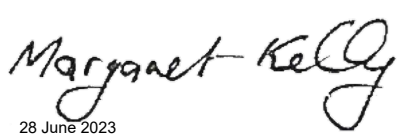
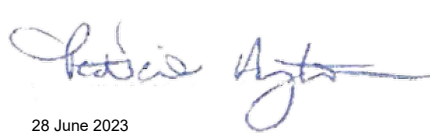
**Next Meeting**

<b>Date:</b>	28 June 2023
<b>Time:</b>	TBC
<b>Venue:</b>	In person – venue to be confirmed

**Actions Arising from This Meeting:**

<b>Item</b>	<b>Action</b>	<b>Person Applicable</b>	<b>Timeframe</b>
2	Update Decision item 6.1.4 on agenda for this meeting before filing to record	MR	May 2023
6.1.4.1	Update the Statement of Internal Financial Controls as agreed and publish	PC	May 2023
6.1.4.2	Publish the Health and Safety Statement	MR	May 2023
6.1.4.3	Update the Risk Policy with wording changes and publish	MR	May 2023
6.2.1	TOM to forward on QQI communications to CEO	TOM	Immediate
6.2.1	Seek clarification from QQI and submit the Online Learning Policy	CEO/GH	May 2023



 28 June 2023	 28 June 2023
Chairperson's Signature and date	Secretary's Signature and date
MARGARET KELLY	PATRICIA AYTON

## Glossary

Acronym	Full Description
ALL	Adult Literacy for Life
ABEDiLi	Adult Basic Education Digital Literacy project
AGM	Annual General Meeting
AEO	Adult Education Officer
AEOA	Adult Education Officers' Association
ALO	Adult Literacy Organiser
ALOA	Adult Literacy Organisers' Association
ARF	Audit, Risk and Finance Subcommittee
CEO	Chief Executive Officer
CITO	Check In, Take Off
CPD	Continuous Professional Development
CRA	Charities Regulatory Authority
CRO	Companies Registration Office
DLS	Distance Learning Service
DFHERIS	Department of Further and Higher Education, Research, Innovation and Science
DPER	Department of Public Expenditure and Reform
ERS	ERS IT solutions
ESOL	English for Speakers of Other Languages
ETA	Education, Training & Assessment Subcommittee
ETB	Education and Training Board
ETBI	Education and Training Boards Ireland
FBF	Furthest Behind First
FET	Further Education and Training
IBCB	Irish Banking Culture Board
ICT	Information Communications Technology
LAT	Literacy Awareness Training
LSPG	Literacy and Staff Policies and Governance Subcommittee
LWN	Learn with NALA
PMDS	Performance Management Development System
QQI	Quality and Qualifications Ireland

Q1, 2, 3, 4	Financial Quarter 1 (January – March), 2 (April - June) 3 (July – September) 4 (October – December)
RPL	Recognition of Prior Learning
SIPTU	Services Industrial Professional and Technical Union
SOFA	Statement of Financial Affairs
SORP	Statement of Recommended Practice (SORP) on Accounting and Reporting for Charities
TUI	Teacher’s Union of Ireland