

## Job Description: Non-Executive Director

<b>Job Title:</b>	Non-Executive Director
<b>Responsible to:</b>	Chair
<b>Location:</b>	Cheltenham General Hospital, Gloucestershire Royal Hospital and other Trust sites, as required

### Main Purpose of the Job

Gloucestershire Hospitals NHS Foundation Trust is led by a Board, comprising both Executive and Non-Executive Directors. The Board is collectively responsible for the exercise of powers and for the performance of the organisation, including:

- promoting the success of the organisation;
- providing leadership to the organisation within a framework of prudent and effective controls;
- setting strategic direction, ensuring management capacity and capability and monitoring and managing performance.

Foundation Trusts have a Council of Governors which represents the interests of Members and the public and holds the Non-Executive Directors to account. The Board and Council have a corporate responsibility to uphold, safeguard and promote the organisation's values particularly relating to ethics, integrity and social responsibility.

The Board is accountable for ensuring that the Trust operates effectively, efficiently and economically. The Council of Governors is expected to ensure that the Trust responds to the needs and preferences of stakeholders and local communities and it is also involved in offering advice to the Board about strategic options.

The Non-Executive Directors are accountable to the Chair of the Trust who also chairs the Council of Governors. The Non-Executive Directors play a crucial role in bringing an independent perspective to the Trust, in addition to any specific knowledge or skills they may have. The Council of Governors of an NHS Foundation Trust has specific responsibility for the appointment of the Non-Executive Directors and the Chair and will participate in the annual evaluation of their performance.

All Directors, Executive and Non-Executive have responsibility to constructively challenge in reaching decisions of the Board and to help develop proposals on priorities, risk mitigation, values, standards and strategy

## **Main Responsibilities and Accountabilities of a Non-Executive Director**

### **Strategy and Accountability**

1. Assist in the setting of the Trust's strategic aims, ensuring that the necessary financial and human resources are in place.
2. Focusing on results and outcomes, hold the Chief Executive and Executive Team to account for the effective management and delivery against the Trust's Strategic Objectives.
3. Ensure that the Trust manages risk effectively and that all risks taken can be managed.
4. Ensure that services are run for the people using them, with particular attention to alignment to the Trust's Vision, Mission, Strategy and Values.
5. Promote safety and quality in all aspects of services and ensure that the Trust's Clinical Governance Strategy is adhered to.
6. Ensure the long-term sustainability of the Trust.
7. Analyse and contribute positively to the strategic development of long-term healthcare plans for the community.
8. Build and maintain close relations between the Foundation Trust's constituencies and stakeholder groups to promote the effective operation of the Trust's activities. Act as an ambassador for the Trust in engagement with stakeholders.

### **Compliance**

9. Ensure that the Foundation Trust complies with its Terms of Authorisation, the Constitution and any other applicable legislation and regulations.
10. Ensure the Foundation Trust meets its commitment to patients and targets for treatment.
11. Maintain the financial viability of the Trust, using resources effectively, controlling and reporting on financial affairs in accordance with the requirements set out by NHS Improvement.
12. Ensure the Trust establishes and maintains the highest standards of clinical and environmental hygiene to assure robust infection control standards.

### **Specific Responsibilities of Non-Executive Directors**

13. Prepare for, attend and contribute to the monthly Board of Directors' meetings, bi-monthly Council of Governors' meetings, and Board development activities.
14. Participate in those activities where it has been agreed that Non-Executive Directors involvement would bring an external and independent perspective e.g. appointments of senior staff.

15. Provide independent scrutiny, ensuring excellence in management is achieved.
16. Ensure effective stewardship through planning, strategy, control and value for money.
17. Work in conjunction with the Council of Governors to promote public sector values and the interests of Foundation Trust members through good corporate governance.
18. Attend the Annual Members' Meeting, the annual joint meeting between the Board and Council of Governors, and where appropriate, provide leadership to other Board and Council committees as agreed with the Chair; Audit and Assurance Committee, Finance and Digital Committee, Quality and Performance Committee and Remuneration Committee being the main Board committees.
19. Have an on-going dialogue with the Council of Governors on progress in delivery of the Trust's strategic objectives and high level financial and operational performance. To this end, participate in formal and informal Governors' meetings.
20. Participate in ward/departmental visits and occasional external stakeholder meetings.
21. Participate in the appointment of the Chief Executive, through the appropriate Committee, in consultation with the Council of Governors.
22. Determine the appropriate levels of remuneration for the Executive Directors.
23. Participate in an annual review and appraisal of own performance with the Chair and contribute to both the annual appraisal of the Chair and Executive Directors, and periodic reviews of the performance of the Board.
24. Support the Chair, Chief Executive and Executive Directors in the governance and stewardship of the Trust.
25. Provide advice and guidance on issues relevant to their own skills, expertise and experience.
26. Through own behaviours, model the Trust values in all interactions with internal and external stakeholders.
27. Work corporately with the Non-Executive Directors, Executive Directors and Governors of the Foundation Trust.
28. Bring their diversity of thought to the Board with the aim of improving services for all communities and staff

**Key Terms and Conditions:**

Term of office –	Initial Term 3 years
Remuneration –	£13,300 per annum.
Hours of work expected -	4-5 days/month

Allowances -	Mileage and expenses for formal Trust business
Location of work -	Any of the Trust sites
Notice period -	3 months

**Time Commitment and Flexibility**

The time requirement is a minimum of four days a month, with a mixture of set commitments and more flexible arrangements for ad hoc events, reading and preparation. The time commitment is split between the working day and evenings.

This job description is not intended to be exhaustive and it is likely that duties may be altered from time to time in the light of changing circumstances, in discussion with the post holder. This role profile is intended to provide a broad outline of the main responsibilities only. The post holder will need to be flexible in developing the role with initial and on-going discussions with the Chair.

This job description should be read alongside the supplementary information provided on NHS Jobs and the Trust's website.

## Person Specification: Non-Executive Director

**Part One – Eligibility, Background and Experience** (please address these criteria in your covering letter)

- Eligible to be a member of the NHS Foundation Trust (please refer to Eligibility Criteria document)
- Have a genuine commitment to patients and to the promotion of excellent health care services
- Meet the independence criteria for Non-Executive Directors\* and meet the Fit and Proper Persons Requirement as defined in the Health and Social Care Act 2008 (Regulation of Regulated Activities) (Amendment) Regulations 2014\*\*
- Significant executive-level leadership experience and track record of leading/sponsoring a range of major IT programmes with innovative digital and information business strategies. Proven capability to challenge, contribute to and support the vision and strategic objectives. An ability to act as a champion for digital hospital OR
- Significant strategic-level experience of system-wide working, integration of health and social care and/or delivering new models of care gained in an executive-level strategy/policy/transformation role of relevance to Gloucestershire's journey to become an Integrated Care System (ICS)
- Experience of holding senior management teams to account and, in turn, accustomed to a high level of accountability
- Experience of working at Board level in large, complex organisations.
- Experience of leading or managing significant cultural change
- Sufficient time to fulfil the requirements of the post

**Part Two – Knowledge, Skills and Abilities** (these criteria will be tested at interview)

- An understanding of healthcare issues and how large organisations operate within NHS
- Proven leadership skills
- Commitment to NHS values and principles and the aims of NHS Foundation Trusts
- An understanding and acceptance of the legal duties, liabilities and responsibilities of NHS Non-Executive Directors
- Excellent interpersonal skills. Able to work as a team to meet common goals and willingness to utilise skills and experience for the good of the organisation

- Good communication skills
- Able to assess strategies and plans of action to achieve objectives
- Astute, able to grasp relevant issues and understand the relationships between interested parties
- Sound independent judgement, common sense and diplomacy
- Creative thinker
- A commitment to good corporate governance.

### **Values**

We will expect your values and behaviours to reflect the values of the Gloucestershire Hospitals NHS Foundation Trust – see <https://www.gloshospitals.nhs.uk/about-us/our-trust/who-we-are-and-what-we-do/>

### **NOTES**

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#### **\* Independence criteria for Non-Executive Directors**

Please refer to the Foundation Trust Code of Governance  
[https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment\\_data/file/327068/CodeofGovernanceJuly2014.pdf](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/327068/CodeofGovernanceJuly2014.pdf)

#### **\*\*Fit and Proper Persons Requirement**

The Health and Social Care Act 2008 (Regulated Activities) Regulations 2014 – Regulation 5 and Schedule 4 play a major part in ensuring the accountability of directors of NHS bodies and outline the requirements for robust recruitment and employment processes for board level appointments. As part of the assurance against the fit and proper person requirements for board members, you are required to address questions relating to topics including misconduct or mismanagement, bankruptcy and convictions.

**NON-EXECUTIVE DIRECTOR AND ASSOCIATE NON-EXECUTIVE DIRECTOR  
RECRUITMENT NOVEMBER 2018  
INDICATIVE TIMESCALES**

	Deadline
Roles advertised	Friday 2 November 2018
Advert closes	Midnight on Sunday 25 November
Longlisting by Director of Corporate Governance	26 – 27 November 2018
Shortlisting by the panel	27 November – 2 December 2018
Assessments and interviews.	Week commencing 10 December 2018
Governors' Governance and Nominations (G&N) Committee endorses the recommendation of the panel	Mid-December 2018
Successful candidates offered role, subject to CoG approval of appointment	Mid-December 2018
Council of Governors, acting on G&N recommendations, to approve recommendations/appointments	19 December 2018 (or 'virtually', outside of the meeting)
Pre-start checks	Mid-December 2018
Newly-appointed NEDs and Associate NED start	January 2019 onwards

If you have not heard from the Trust by 7<sup>th</sup> December please assume you have not been shortlisted on this occasion.