

Job Description

Chief Executive Trust Headquarters

Job title:	Group Director of Corporate Governance	To be completed by HR <i>Job Reference Number</i>
Reporting to:	Group Chief Executive	
Accountable to:	Group Chief Executive	
Pay Band:	9	

Job purpose

This role, as part of a single corporate service, provides a service across both Isle of Wight NHS Trust (IWT) and Portsmouth Hospitals University NHS Trust (PHU).

As the Group Director of Corporate Governance, you will act as the company secretary to both Trusts and to manage the company secretariat, providing support to Board.

You will provide professional and strategic advice to the Chair, Chief Executive, Executive Team and Board members relating to corporate governance and associated board support, and manage the Trusts corporate information governance services litigation services (including SAR and FOI)

Accountable for

Ensuring effective corporate governance processes for IWT and PHU operating as an NHS Group specifically:

- Boards and Committees in Common secretariat.
- Organisational systems of control including Standing Orders, SFIs, AGM, Annual Report and strategic risk management (BAF).
- Information Governance including FOI, SARS and fulfilling the role of SIRO.
- Board development to fulfil the requirements of a well-led organisation including Board Skills assessment and NED recruitment.
- Chair and Board liaison.
- Board Secretariat and Executive support including EAs and PAs.

Job summary

Company Secretary:

- Support the Chief Executive and Chair in ensuring that the Trusts have a robust Governance Framework that complies with licence conditions as relates to governance and take account of code of Governance and other relevant best practice recommendations in corporate governance.
- Ensure there is appropriate co-ordination and good information flows between the Board, their Committees and Executive Team.
- Ensure that the Trusts comply with its constitution and review, propose and implement approved changes to the constitution.
- Act as the key point of contact between the Board and external bodies on governance matters.
- Act as lead support for the Chair in the effective functioning of the Trusts Board, including ensuring systems are in place for the active management of agreed items and actions, together with leading on the continuous improvement of Board systems and effectiveness.

- Act as lead for the effective functioning and servicing including terms of reference of Trust

Board sub committees.

- In conjunction with the Chief Executive Officer and Chief People Officer, ensure appropriate arrangements are in place to meet with the requirements of the Fit and Proper Persons Test and appointment of Chair and Non-Executive Directors.
- In conjunction with the Chief Executive Officer and Chief People Officer, facilitate the induction processes for Non-Executive Directors, to enable them to fulfil their roles effectively and their on-going development needs.
- Facilitate the smooth operation of the Trust formal decision making and reporting machinery including advice to the Chair and Trust Board members on the conduct of Trust Board meetings, including the following activities.
 - Organise Trust Board meetings and development workshops as agreed with Chair and Chief Executive Officer including agenda setting and the consequent delivery of reports and presentations.
 - Formulate Trust Board and Sub Committee meeting agendas with the Chair and Chief Executive Officer and liaise with the Executive Directors on content, and organisation and timeliness of reports or presentations for the Trust Board meetings.
 - Produce and maintain an annual work programme for the Trust Board and all sub committees of the Trust Board.
 - Ensure that all Trust Board meetings are recorded in a timely and appropriate way and ensure that the minute books are developed and maintained with certified copies of the minutes.
 - Provide support to the Chair in Board development programmes.
- Act as main point of contact between the Trust and external bodies representing the Trust's interests – e.g. NHS Providers, NHS Confederation etc.; actively participating in relevant professional networks (e.g. NHS Providers) ensuring feedback and learning is shared.

Corporate Governance Compliance:

- Lead continuous improvement of corporate governance matters, keeping under review all developments in corporate governance which might affect the Trust to ensure that the Board is fully briefed on these matters and have regard to them when taking decisions.
- Design, develop and implement systems, control processes and risk management arrangements to ensure the Trust is fully compliant with external and internal requirements and is in line with governance best practice.
- Working with key Executive Directors, establish and monitor procedures to ensure that the Trust complies with all relevant legal, constitutional and regulatory requirements, and provide the Board with assurance to this effect.
- Ensure that copies of appropriate key documents are available for public inspection i.e. current constitution, current authorisation, latest annual accounts and Auditor's report, latest annual report, latest information as to the forward planning of the Trust and a copy of any notice required under legislation.
- Lead the coordination of the preparation and presentation of the annual report, working with senior colleagues from appropriate departments across the Trust.
- Maintain the register of interests of the Trust Directors and the gifts and hospitality register for all Trust employees.
- Ensure processes, procedures and systems are always in place to monitor Trust-wide compliance with Standing Orders and Declaration of Interests providing assurance to the Trust Board;
- Lead development, ratification and implementation of proposed changes to the Standing Orders of the Trust, as and when required.
- Ensure effective liaison with Executive Directors of the Trust-on-Trust Board requirements and responsibilities.
- Ensure that arrangements are in place for the safe custody and application of the Trust Seal, maintaining a register on the use of the Trust Seal and reporting its use as laid down in the Trust's Standing Orders

Freedom of Information and subject access

- To provide management and leadership to the Trusts Freedom of information service ensuring compliance with the Freedom of Information Act (2000).
- To link seamlessly with the Director of Communications and Engagement to ensure that FOI responses are compliant with Trust policy on public relations and ethics.
- To ensure satiable advice and support is provided to Trust Managers and staff on compliance with FOI requests

People Management:

- To undertake full people management responsibilities for all services within areas of responsibilities ensuring adherence to Trust policies.
- Ensure all staff performance managed appropriately and that all staff receive a quality and timely appraisal in line with Trust processes
- To manage issues of discipline and grievance that arise within areas of responsibility
- To be responsible for ensuring recruitment, selection and training is undertaken in line with Trust policies and procedures. To ensure all staff are compliant with statutory and mandatory training requirements.

Budgetary and financial management:

- To have full budgetary management responsibility for the services within area of responsibility.
- To ensure management of financial resources in line with budgets and ensure adherence to Trusts Standing Financial Instructions.
- To be responsible for ensuring the annual Cost Improvement Plan is delivered each year in line with Trust requirements for services within areas of responsibility.

EA's/ PA's

- Provide direct line management to both Trust EA's/ PA's at Group and TLT level to ensure appropriate cover and support.
- Ensure EA's/PA's have an appropriate plan for their future development.

Board

- Provide direct line management to the Board Secretariat to ensure these functions are fit for purpose.

Compliance statement to expected organisational standards.

To comply with all Trust Policies and Procedure, with particular regard to

- Risk Management
- Health and Safety
- Confidentiality
- Data Quality
- Freedom of Information
- Equality Diversity and Inclusion
- Promoting Dignity at Work by raising concerns about bullying and harassment
- Information and Security Management and Information Governance
- Counter Fraud and Bribery

The Trust has designated the prevention and control of healthcare associated infection (HCAI) as a core patient safety issue. As part of the duty of care to patients, all staff are expected to:

- Understand duty to adhere to policies and protocols applicable to infection prevention and control.
- Comply with key clinical care policies and protocols for prevention and control of infection at all time; this includes compliance with Trust policies for hand hygiene, standards (universal) infection precautions and safe handling and disposal of sharps.
- All staff should be aware of the Trust's Infection Control policies and other key clinical policies relevant to their work and how to access them.
- All staff will be expected to attend prevention and infection control training, teaching and updates (induction and mandatory teacher) as appropriate for their area of work, and be able to provide evidence of this at appraisal.
- To perform your duties to the highest standard with particular regard to effective and efficient use of resources, maintaining quality and contributing to improvements.
- Ensure you work towards the Knowledge and Skills Framework (KSF) requirements of this post. KSF is a competency framework that describes the knowledge and skills necessary for the post in order to deliver a quality service.

- Your behaviour will demonstrate the values and vision of the Trust by showing you care for others, that you act professionally as part of a team and that you will continually seek to innovate and improve. Our vision, values and behaviours have been designed to ensure that everyone is clear about expected behaviours and desired ways of working in addition to the professional and clinical requirements of their roles.
- Ensure you adhere to and work within local and national safeguarding children legislation and policies including the Children Act 1989 & 2004 , Working Together to Safeguard Children 2013, 4LSCB guidance and the IOW Safeguarding Policy.
- Ensure you adhere to and work within the local Multiagency safeguarding vulnerable adults policies and procedures
- Ensure that you comply with the Mental Capacity Act and its Code of Practice when working with adults who may be unable to make decisions for themselves,
- Ensure that you maintain personal and professional development to meet the changing demands of the job, participate in appropriate training activities and encourage and support staff development and training.
- Respect the confidentiality of all matters that they may learn relating to their employment and other members of staff. All staff are expected to respect conform to the requirements of the Data Protection Act 1998, including the responsibility to ensure that personal data is accurate and kept up to date
- If your employment is to a post that requires you to be registered with a professional body, the continuation of your employment is conditional upon you continuing to be registered with the appropriate professional body. The Trust will require evidence of current registration.
- Proactively, meaningfully and consistently demonstrate the Trust Values in your every day practice, decision making and interactions with patients and colleagues.
- Perform any other duties that may be required from time to time.

This job description may be altered, from time to time, to meet changing needs of the service, and will be reviewed in consultation with the post holder.

Person Specification

Qualifications and Experience

- Educated to a Master's degree level with relevant post graduate qualifications
- Further evidence of; management/leadership training with demonstrable record of continuous professional development/ ICSA
- Good theoretical and practical knowledge of all relevant policy areas
- Registered professional with relevant professional body (law, governance)

Experience

- Significant experience at Board level or at near Board level in a large complex organisation.
- Significant Governance experience at a senior level at least Associate Director level in a role which includes Clinical & Quality Governance, Assurance and Risk Management.
- Demonstrable experience of working with Chairs, Non-Executive Directors, Chief Executives, and senior clinicians.
- Experience of dealing with corporate governance and business conduct principles in a large organisation supported by sound clinical & corporate governance systems and processes.
- A proven track record in delivering results in a complex environment.
- Experience of working in an organisation under public and political scrutiny.
- Knowledge of clinical and non-clinical performance and standards frameworks

Skills and Knowledge

- Demonstrable attention to detail but also able to see the big picture at the same time.
- Able to balance competing priorities and meet personal and service targets within a fluctuating and demanding workload.
- Ability to think clearly, facilitate and challenge appropriately to ensure reputation risk to the Trust is managed.
- Proven ability to manage staff and deliver within a given budget
- Ability to work independently and analyse complex problems as they arise
- Highly developed negotiating and influencing skills
- Ability to work in partnership with staff from all disciplines at all levels.

Other

- Tenacity: demonstrates high levels of self-belief, drive, enthusiasm, and stamina to achieve goals and see things through
- Intellectual flexibility, ability to think conceptually, recognise assumptions, evaluate arguments, and deduce inferences
- Ability to motivate, inspire and provide innovative solutions
- Confidence in achieving results in an inclusive and collaborative manner
- Ability to work effectively in a complex and changing environment
- Confident, independent, and effective decision maker
- Ability to work under pressure to demanding timetables
- Understands the need to deliver short-term priorities and achieve long-term goals (sense of balance).
- High degree of political awareness
- Displays innovative and lateral thinking

- Prepared to work totally flexibly
- High degree of self-awareness
- Total self-management
- Ability to maintain confidence, at all times
- Exceptionally high levels of personal integrity and loyalty
- Intellectual flexibility that enables the reasoned assessment of a situation and the ability to draw pragmatic conclusions
- Ability to 'broad scan' to keep abreast of developments in the Health Care sector
- Ability to deal with confidential issues in a professional and sensitive manner

Job holders are required to act in such a way that at all times the health and well being of children and vulnerable adults is safeguarded. Familiarisation with and adherence to the Safeguarding Policies of the Trust is an essential requirement for all employees. In addition all staff are expected to complete essential/mandatory training in this area.

Print Name:

Date:

Signature: