

Non – Executive Director Appointment 2019

Applicant Brief

Closing date for application: Noon, Friday 31st May 2019

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Background information

Tees, Esk and Wear Valleys NHS Trust was created in April 2006, following the merger of County Durham and Darlington Priority Services NHS Trust and Tees and North East Yorkshire NHS Trust.

In July 2008 we achieved foundation trust status under the NHS Act 2006. As a foundation trust we are accountable to local people through our Council of Governors and are regulated by NHS Improvement, the independent regulator of foundation trusts

In June 2011 we took over the contract to provide mental health and learning disability services to the people of Harrogate, Hambleton and Richmondshire. On 1 October 2015 we took over the contract to provide mental health and learning disability services in the Vale of York.

In December 2014 we were awarded the 'Gold Standard' by Investors in People which was retained following a review earlier this year. This is a nationally recognised people management standard which assesses how well organisations manage and develop their staff.

In October the Trust's rating of "good" by the Care Quality Commission (CQC) was reaffirmed following the Trust-wide inspection of our services in July 2018.

We provide a range of mental health, learning disability and eating disorder services for the people living in County Durham, Darlington, the Tees Valley and most of North Yorkshire.

With over 6,500 staff and an annual operating income of over £300 million we deliver our services by working in partnership with local authorities and clinical commissioning groups, a wide range of other providers including voluntary organisations and the private sector, as well as service users, their carers and the public.

TEWV serves patients across a large geographical area. Our main towns and cities are Durham, Darlington, Middlesbrough, Scarborough, Whitby, Harrogate, Ripon, and York and there are numerous smaller seaside and market towns scattered throughout our patch. We are also in the catchment area for the largest concentration of armed forces personnel in the UK (Catterick Garrison).

Read more about the Trust's achievements over the past decade in our special commemorative brochure ["TEWV – the first ten years"](#).

Our structure

Our trust has [a board of directors and a council of governors](#).

We have four operational localities, three of these are geographically based (County Durham and Darlington, Teesside, North Yorkshire and York) with a separate one for forensic services.

Within each of the four geographical localities we have four clinical directorates:

- adult mental health services
- mental health services for older people
- children and young people's services
- learning disability services

Adult mental health services

We provide mental health services to adults of working age in partnership with social care and a wide range of voluntary and independent services providers for the people of County Durham, Darlington, Teesside and North Yorkshire and the Vale of York, including:

- A wide range of community-based assessment and treatment services including primary care, liaison, crisis intervention, assertive outreach, community affective disorders and psychosis teams and eating disorders. The Trust also provides community mental health and deafness services and adult attention deficit hyperactivity disorder (ADHD) across Teesside, County Durham and Darlington.
- Inpatient assessment and treatment services, including acute, intensive care, challenging behaviour, 24 hour nursed care and rehabilitation services
- Improving access to psychological therapy (IAPT) services (working with partners) in Durham, Darlington, North Yorkshire and York and Selby
- The region's specialist eating disorder service (for the North East and North Cumbria)

Older people's services

We provide mental health services for older people working in partnership with social care and a wide range of voluntary and independent service providers. The services we provide include:

- Inpatient assessment and treatment services, including acute and challenging behaviour services
- A wide range of community-based services including; mental health teams, acute liaison, care home liaison, day services and memory clinics

Children and young people's services

This service includes all child and adolescent mental health services and early intervention in psychosis services for the people of County Durham, Darlington, Teesside and North Yorkshire.

Services for children with learning disabilities are also provided in County Durham, Darlington and Teesside.

Our hospital at West Lane is also the base for our specialist regional North East and North Cumbria eating disorder inpatient service for children and young people.

Adult learning disabilities

We provide community and inpatient specialist assessment and treatment services to people with learning disabilities and mental health problems, autism, epilepsy and challenging behavior.

Forensic mental health and learning disabilities forensic services

Forensic services are specialist services which treat patients referred to us by the criminal justice system because of mental health or learning disabilities conditions, which have been a factor behind their offending. We provide community, inpatient and rehabilitation forensic services for people with mental health problems and learning disabilities.

We also provide community forensic services including criminal justice liaison services that work across the whole offending behavior pathway, for example street triage and the mental health services within all seven North East prisons and four prisons in the North West region.

The Board of Directors

The trust is run by a trust board made up of executive and non-executive directors and led by a non-executive Chair. They are collectively responsible for exercising the powers and overseeing the performance of the Trust. As a unitary Board all directors have joint responsibility for every decision of the Board of Directors and share the same liability. This does not impact upon the particular responsibilities of the Chief Executive as the accounting officer.

The general duty of the Board and of each director individually, is to act with a view to promoting the success of the organisation so as to maximise the benefits for the members of the Trust as a whole and for the public.

Its role is to provide leadership of the Trust within a framework of prudent and effective controls, which enables risk to be assessed and managed. It is responsible for:

- Ensuring the quality and safety of healthcare services, education, training and research delivered by the Trust and applying the principles and standards of clinical governance set out by the Department of Health and Social Care, NHS England, the Care Quality Commission, and other relevant NHS bodies;
- Setting the Trust's vision, values and standards of conduct and ensuring that its obligations to its members are understood, clearly communicated and met. In developing and articulating a clear vision for the Trust, it should be a formally agreed statement of the Trust's purpose and intended outcomes which can be used as a basis for the Trust's overall strategy, planning and other decisions;
- Ensuring compliance by the Trust with its licence, its constitution, mandatory guidance issued by NHS Improvement, relevant statutory requirements and contractual obligations;
- Setting the Trust's strategic aims at least annually, taking into consideration the views of the Council of Governors, ensuring that the necessary financial and human resources are in place for the Trust to meet its priorities and objectives and then periodically reviewing progress and management performance;
- Ensuring that the Trust exercises its functions effectively, efficiently and economically.

The Board of Directors keeps its performance and effectiveness under on-going review. It undertakes a self-assessment of effectiveness supported by post Board of Directors' meeting reflections, Board time outs, a development programme, the review of governance arrangements and the performance of its committees' through an annual self-assessment exercise.

The Board of Directors maintains continuous oversight of the Trust's risk management and internal control systems with regular reviews covering all material controls, including financial, operational and compliance controls. The Board of Directors reports on internal control through the Annual Governance Statement.

The appointment of Non-Executive Directors requires approval by the majority of the Governors attending the relevant general meeting, but their removal requires the approval of three-quarters of the entire Council of Governors.

The Council of Governors

The general duties of the Council of Governors are:

- To hold the non-executive directors individually and collectively to account for the performance of the Board of Directors, which includes ensuring the Board of Directors acts so that the Trust does not breach the terms of its licence;

- To represent the interests of the members of the NHS Foundation Trust as a whole and the interests of the public.

In addition, the statutory roles and responsibilities of the Council of Governors are to:

- Appoint and, if appropriate, remove the Chair;
- Appoint and, if appropriate, remove the other Non-Executive Directors;
- Decide the remuneration and allowances, and other terms and conditions of office, of the Chair and the other Non-Executive Directors;
- Approve (or not) any new appointment of a Chief Executive;
- Appoint and, if appropriate, remove the Trust's auditor;
- Receive the Trust's annual accounts, and the annual report at a general meeting of the Council of Governors;
- Provide views to the Board when the Board is preparing the document containing information about the Trust's forward planning, noting that the Board must have regard to the views of the Council of Governors;
- In preparing the Trust's forward plan, the Board must have regard to the views of the Council of Governors;
- Approve significant transactions*;
- Approve an application by the Trust to enter into a merger, acquisition, separation or dissolution*;
- Decide whether the Trust's non-NHS work would significantly interfere with its principal purpose, which is to provide goods and services in England;
- Approve amendments to the Trust's constitution*;
- Require, if necessary, one or more directors to attend a Council of Governors meeting to obtain information about performance of the Trust's functions or the directors' performance of their duties, and to help the Council of Governors to decide whether to propose a vote on the Trust's or Directors' performance.

(* Functions jointly exercised with the Board of Directors)

The Council of Governors is not responsible for the day to day running of the organisation.

Members

As a Public Benefit Corporation Tees, Esk and Wear Valleys NHS Foundation Trust has members. We have two membership constituencies to represent stakeholder interests:

- Public constituency;
- Staff constituency;

NHS Improvement

NHS Improvement (previously Monitor) <https://improvement.nhs.uk/> is the Independent Regulator for NHS Foundation Trusts. The Trust is compliant with their Code of Governance. It therefore ensures that plans are in place for the orderly succession for appointments to the Board, so as to maintain an appropriate balance of skills and experience within the Board. It takes into account the future challenges, risks and opportunities facing the Trust and the skills and expertise required within the Board of Directors to meet them.

Additional information can be viewed at the campaign microsite where you can download the following:

- Latest published Annual Report and Accounts
- The NHS Foundation Trust Code of Governance
- The NHS Constitution

Role description

Post Title:	Non-Executive Director
Responsible to:	Foundation Trust Chairman
Accountable to:	The Council of Governors
Recognised Base:	West Park Hospital, Darlington
Hours of attendance:	Typically equating to 5 days per month (including some evenings)
Period of Appointment:	Normally three years

Role Summary

Foundation Trusts are public benefit corporations licensed by NHS Improvement (the Regulator) to provide healthcare services. Foundation Trusts are managed by a Board of Directors that exercises all of the powers of the Trust. In broad terms, the role of Non-Executive Directors has four key elements:

- Strategy – constructively challenge and help develop strategy
- Performance – scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance
- Risk – be assured on the integrity of financial information and financial controls and that systems of risk management are robust and defensible
- People – determine appropriate levels of remuneration of Executive Directors and have a role in appointing, and where necessary removing, Executive Directors and in succession planning.

Key Responsibilities

The key responsibilities of a Non-Executive Director are:

- To commit to working to, and encouraging within the Trust, the highest standards of probity, integrity and governance and contribute to ensuring that the Trust's internal governance arrangements conform to best practice and statutory requirements.
- To provide independent judgement and advice on issues of strategy, vision, performance, resources and standards of conduct and constructively challenge, influence and help the Executive Board develop proposals on such strategies.
- To monitor, in accordance with agreed Board procedures, the performance and conduct of management in meeting goals and objectives and statutory obligations, including the preparation of annual reports and annual accounts and other statutory duties.

- To obtain assurance that financial information is accurate and that financial controls and risk management systems are robust and defensible and that the Board acts in the best interests of its Members and the public.
- To contribute to the determination of appropriate levels of remuneration for Executive Directors.
- To chair committees as agreed with the Chairman and participate in other committees established by the Board of Directors to exercise delegated responsibility.
- To appoint, remove, support, encourage and, where appropriate, mentor senior executives as a member of Board committees.
- To contribute to the carrying out of the function of “Hospital Manager” as defined by the Mental Health Act 1983 (as amended).
- To bring independent judgement and experience based on commercial, financial, legal or governance expertise from either the private or public sector and apply this to the benefit of the Trust, its stakeholders and its wider community.
- With fellow Directors, to set the Trust’s strategic aims, ensuring that the necessary financial and human resources are in place for the Trust to achieve its objectives and that performance is effectively monitored and reviewed.
- With fellow Directors, to provide entrepreneurial leadership to the Trust within a framework of prudent and effective controls that enable risk to be assessed and managed.
- With fellow Directors, to set the Trust’s values and standards and ensure that its obligations to stakeholders and the wider community are understood and fairly balanced at all times.
- To engage positively and collaboratively in Board discussions.
- To work with the Council of Governors and act as an ambassador for the Trust in engagement with stakeholders including the local community.

Performance Appraisal

The performance of Non-Executive Directors will be subject to regular appraisal by the Chairman of the Trust. A formal appraisal will be conducted at least annually.

Key Working Relationships

Non-Executive directors will be expected to establish effective working relationships with the Chairman, other Non-Executive Directors, the Chief Executive, Executive Directors and the Trust Secretary.

Review

This role description will be kept under review by the Board and the Council of Governors and may be subject to change.

Person specification

E = Essential

D = Desirable

Qualifications

Professional qualification or experience in a relevant discipline (see below)	E
Degree or equivalent	D
Further qualification in management	D

Experience

Experience at a senior level in a medium/large scale private sector, public sector or beyond profit organisation	E
Experience as a Non-Executive Director, Trustee or Governor	D
Experience at board level in a large and complex organisation	D

Skills and Abilities

Excellent communication skills	E
Effective influencing skills	E
Highly developed analytical skills	E
Highly developed interpersonal skills	E
Effective team player	E
Ability to provide constructive challenge	E
Ability to manage conflict	E

Knowledge

Strategy development	E
Performance management	E
Broad interest in the NHS	E
Financial management	D

Personal Attributes

Commitment to self-development	E
Pro-active	E
Enquiring	E
Sound judgement	E
Self-motivated	E
Ability to devote sufficient time to the role	E
Ability to travel independently	E

The Trust is seeking to secure two appointments through this single recruitment exercise.

Firstly, the appointment of a Non-Executive Director with a Clinical background gained as a Medical, Nursing, or Allied Health Professional.

Secondly, the appointment of a Non-Executive Director with a Financial background (and a Qualified Accountant) to join as an Associate (non-voting) Non-Executive Director in the first instance with a view to becoming a Non-Executive Director and Chair of Audit next year.

Candidates must live in the area served by the Trust or adjacent to it for practical reasons; however, applications from residents of the City of York or North Yorkshire are particularly welcomed.

We also value and promote diversity and are committed to equality of opportunity for all and all appointments are made on merit.

Criteria for disqualification

The following are the circumstances in which an individual may not become or continue as a member of the Board of Directors: In the case of a non-executive Director, if:

- They fail to become or cease to be a member of the public constituency.
- They become a member of the Council of Governors
- They are not, or cease to be, a fit and proper person to be a Director of a Foundation Trust in accordance with the requirements set out in the Licence and the Health and Social Care Act 2008 (Regulated Activities) Regulations 2014.
- They are subject to an unexpired disqualification order made under the Company Directors' Disqualification Act 1986.
- They are otherwise disqualified at law from holding the office of Director of an NHS Foundation Trust

Terms of appointment

The posts are remunerated as follows:

Full Non-Executive Director - £13,635 pa (with an additional allowance paid to the SID and Chair of the Audit Committee)

Associate Non-Executive Director - £9544.50 pa

A Non-Executive Director appointment is for an initial period of a maximum of three years, as agreed with the Council of Governors. The appointment may be renewed for a second term of up to three years. In exceptional circumstances and in accordance with the constitution, Chairs and Non-Executive Directors may be removed from office by NHS Improvement or the Council of Governors. This post is a public appointment and is not subject to the provisions of employment law and not within the jurisdiction of Employment Tribunals.

The roles of Chair and Non-Executive Director are appointees not employees. To ensure that public service values are maintained at the heart of the NHS, all Directors are required on appointment to agree to abide by the Code of Conduct for the Trust's Board of Directors

The Seven Principles of Public Life

Those with public appointments are expected to demonstrate a commitment to, and an understanding of, the value and importance of the principles of public service. The Seven Principles of Public Life are:

Selflessness

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

Integrity

Holders of public office should not place themselves under any financial obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example

How to apply

How to apply

If you have any queries, please contact the Trust's adviser Mike Dixon, Partner, Dixon Walter, as follows:

Telephone: 0191 5005500

Email: mike@dixonwalter.co.uk

Alternatively you can please visit the campaign microsite where you can download the briefing papers and supporting documentation:

The closing date for applications is Noon, Friday 31st May 2019

To apply, please submit a CV and completed Application Questionnaire (available at the campaign microsite www.dixonwalter.co.uk/opportunities/tewvchair to Mike at mike@dixonwalter.co.uk

Shortlisted candidates will have the opportunity to informally meet the Foundation Trust Chair and Chief Executive prior to the formal interviews which will be held on Tuesday 2nd July 2019.

This is a Governor-led appointment and the Selection Panel will make recommendations to the Council of Governors at their next meeting after which a formal offer will be made to the successful candidate.

Checks will be made against the requirements set out in the Licence and the Health and Social Care Act 2008 (Regulated Activities) Regulations 2014 prior to formal appointment. This will include an enhanced DBS check.