



Lancashire Teaching Hospitals

NHS Foundation Trust



JOB DETAILS FOR THE POST OF NON-EXECUTIVE DIRECTOR

JOB DESCRIPTION

<u>POST:</u>	Non-Executive Director
<u>REPORTS TO</u>	Chairman of the Trust
<u>ACCOUNTABLE TO:</u>	Chairman of the Trust Council of Governors

ROLE SUMMARY

To be eligible for this post, applicants must be qualified to be a public member of the NHS Foundation Trust. More detail on eligibility is available on our website at www.lancsteachinghospitals.nhs.uk/membership

PRINCIPAL RESPONSIBILITIES

The Board of Directors is collectively responsible for the success of the Lancashire Teaching Hospitals NHS Foundation Trust. This includes responsibility to maintain the delivery of high standards of patient care and financial viability, use resources effectively within appropriate financial controls and ensure high levels of probity and value for money. Through its representatives, the Council of Governors is the voice of local communities and stakeholders and is charged with presenting its views to the Board to assist in the decision making process. It also has a role as guardian to ensure that the Board acts in a way, which is consistent with the Trust's strategic aims, the needs of patients and the public and within the conditions of the Trust's provider licence.

CORPORATE RESPONSIBILITIES (shared with other Non-Executive Directors)

Governance and Strategic Leadership

All NHS Board members have a responsibility to discharge the following primary duties:-

1. To involve patients and the public in the planning, delivery and monitoring of services.
2. To set the Trust's strategic aims, taking account of the views of the Governing Council.
3. To achieve financial balance.
4. To promote efficiency and economy, effectiveness and efficacy in the Trust's business.
5. To comply with statutory requirements, including the conditions of the Trust's provider licence.
6. To work in partnership with colleagues and stakeholders.
7. To act in line with the Trust values and the Non-Executive Directors' Competency Framework

Other Responsibilities

Within this role, other responsibilities of Non-Executive Directors include:-

1. Contributing to the building and maintaining of strong and effective links with the Governing Council.
2. Approval of the business plan and the annual budget.
3. Ensuring that there is an Executive Team capable of running the business, involving participation in the appointment of the Chief Executive and other Executive Directors, the setting of their pay and conditions, the monitoring of their performance and, where appropriate, their removal.
4. Being satisfied that the organisation has the right structure, processes and people to achieve its objectives.
5. Approval of the arrangements for risk management and their on-going monitoring.
6. Approval of major investment plans.
7. Scrutiny and monitoring of the Trust's performance and effectiveness in delivering its targets and objectives.
8. Offering support and constructive challenge, where appropriate, to Board colleagues to ensure the highest standards of decision making and corporate governance.
9. Legal liabilities, public accountabilities and regulatory accountabilities.
10. Involvement in the work of relevant committees of the Trust.
11. Acting as a Trustee of the charitable funds.
12. Representing the Trust, as required, locally, regionally and nationally.
13. Setting and upholding the aims, vision and values of the Trust, promoting equality and diversity for patients, staff and stakeholders.

TIME COMMITMENT

This is at least 4 days per month. This may be during the working day or in the evening.

REMUNERATION

Remuneration, as determined by the Nominations Committee and approved by the Council of Governors, is currently £12,625 per annum, plus appropriate allowances for travel and subsistence costs.

The Nominations Committee will review and recommend levels of future remuneration, subject to final approval by the Council of Governors.

APPOINTMENT, TENURE AND TERMINATION OF OFFICE

Non-Executive Directors are appointed for an initial period of three years, subject to satisfactory appraisal. The appointment may be renewed for a second three year term, subject to the approval of the Council of Governors. Additional terms will only be considered in exceptional circumstances, and would always be subject to annual reappointment to a maximum total of nine years. The Non-Executive Directors may be removed from office by Monitor or the Council of Governors, in accordance with the Trust Constitution.

This post is a public appointment or statutory office and is not subject to the provisions of employment law. Non-Executive Directors are appointees not employees. To ensure that public service values are maintained at the heart of the NHS, all Non-Executive Directors are required, on appointment, to agree to and abide by the Code of Conduct for the Board of Directors.

STATUTORY AND REGULATORY REQUIREMENTS

In accordance with the Trust constitution, a person may not become or continue as a director of the Trust if:

- they are a member of the Council of Governors, or a governor or director of an NHS body or another NHS Foundation Trust;
- they are a member of a Patient's Forum of an NHS Organisation;
- they are the spouse, partner, parent or child of a member of the Board of Directors of the Trust;
- they are a member of a local authority's Scrutiny Committee covering health matters.
- they have been adjudged bankrupt or their estate has been sequestrated and in either case they have not been discharged;
- they have made a composition or arrangement with, or granted a Trust deed for, their creditors and have not been discharged in respect of it;
- they have within the preceding five years been convicted in the British Islands of any offence, and a sentence of imprisonment (whether suspended or not) for a period of three months or more (without the option of a fine) was imposed;
- they are the subject of a disqualification order made under the Company Directors Disqualification Act 1986;
- in the case of a non-executive director, they are no longer a member of the public constituency;
- they are a person whose tenure of office as a Chair or as a member or director of a health service body has been terminated on the grounds that their appointment is not in the interests of the health service, for non-attendance at meetings, or for non-disclosure of a pecuniary interest;

- they have had their name removed, other than by reason of resignation, from any list prepared under sections 91, 106, 123 and 146 of the 2006 Act and have not subsequently had their name included on such a list;
- they have within the preceding two years been dismissed, otherwise than by reason of redundancy, from any paid employment with a health service body;
- in the case of a non-executive director they have refused to fulfil any training requirement established by the Board of Directors; or
- they have refused to sign and deliver to the Secretary a statement in the form required by the Board of Directors confirming acceptance of the code of conduct for directors.

Additionally, the Trust's provider licence requires that the Trust may not appoint an "unfit person" as a director, except with the approval in writing of Monitor. An "unfit person" is defined as:

- (a) an individual:
 - (i) who has been adjudged bankrupt or whose estate has been sequestrated and (in either case) has not been discharged; or
 - (ii) who has made a composition or arrangement with, or granted a trust deed for, his creditors and has not been discharged in respect of it; or
 - (iii) who within the preceding five years has been convicted in the British Islands of any offence and a sentence of imprisonment (whether suspended or not) for a period of not less than three months (without the option of a fine) was imposed on him; or
 - (iv) who is subject to an unexpired disqualification order made under the Company Directors' Disqualification Act 1986; or
- (b) a body corporate, or a body corporate with a parent body corporate:
 - (i) where one or more of the Directors of the body corporate or of its parent body corporate is an unfit person under the provisions of sub-paragraph (a) of this paragraph, or
 - (ii) in relation to which a voluntary arrangement is proposed under section 1 of the Insolvency Act 1986, or
 - (iii) which has a receiver (including an administrative receiver within the meaning of section 29(2) of the 1986 Act) appointed for the whole or any material part of its assets or undertaking, or
 - (iv) which has an administrator appointed to manage its affairs, business and property in accordance with Schedule B1 to the 1986 Act, or
 - (v) which passes any resolution for winding up, or
 - (vi) which becomes subject to an order of a Court for winding up.

If shortlisted for interview, you will be asked to sign a declaration to confirm that you are not an “unfit person”. You will also be asked to confirm that you are not disqualified from being a director under any of the provisions within the constitution.

Please note that guidance is also likely to be introduced by the Care Quality Commission (“CQC”) on appointments to senior positions in organisations subject to CQC regulations although this is not available at the date of writing.

LANCASHIRE TEACHING HOSPITALS NHS FOUNDATION TRUST

NON-EXECUTIVE DIRECTOR : PERSON SPECIFICATION

The following qualities are essential criteria for the appointment:-

BACKGROUND AND EXPERIENCE

- Interest in healthcare issues and commitment to NHS values and principles.
- Clear understanding of the NHS political and operational environment.
- Qualified to be a member of the NHS Foundation Trust.
- Demonstrable experience and understanding of business and financial issues in a complex organisation
- Good local knowledge and networks.
- Ability to understand and accept the legal duties and liabilities of the Non-Executive Directors.
- Ability to meet the relevant time commitments.

STRATEGIC INFLUENCING - Ability to think strategically, to understand complex issues, make decisions and resolve difficult problems in a diplomatic way adopting a number of approaches to gain support and influence diverse parties.

IMPROVING PERFORMANCE - Continually strive to improve performance for the public, patients and employees of Lancashire Teaching Hospitals NHS Foundation Trust through evaluation, setting and maintaining of standards, learning from experience and acting as a role model

SELF BELIEF - Project self confidence through a realistic belief in their ability to drive and achieve success; engage themselves in high profile activities to generate significant benefits for the Trust

MANAGE RELATIONSHIPS - Work as part of a united team with both internal and external partners taking a proactive and positive approach to developing relationships that will provide mutual and long-term benefit to the Trust

CHALLENGING OTHERS - Question intelligently, debate constructively, challenge rigorously and decide dispassionately

CONCEPTUAL THINKING - have sound judgement and an inquiring mind, demonstrating an ability to participate in making difficult evidence based but balanced decisions.