

Candidate Brief

# Non-Executive Director



Prepared by Melanie Shearer – Partner, Health  
April 2021





## Contents

|  |    |
|--|----|
| Welcome from Ingrid Barker, Chair            | 3  |
| The Journey to Our Recent Merger             | 5  |
| Operating as a Foundation Trust              | 5  |
| Our Values & Behaviours                      | 6  |
| Strategic Objectives                         | 7  |
| How We Are Doing                             | 7  |
| Integrated Care System (ICS)                 | 8  |
| Our Board, Committees - Purpose & Membership | 9  |
| Role Profile                                 | 12 |
| Terms of Appointment                         | 14 |
| Recruitment Process & Timescales             | 16 |
| How to Apply                                 | 17 |

# Welcome

Dear Colleague,

Thank you for expressing an interest in the role of Non-Executive Director within Gloucestershire Health and Care NHS Foundation Trust.

When it comes to the provision of health and social care in Gloucestershire, this is a time of truly exciting transformation. The merger in October 2019 of 2gether NHS Foundation Trust and Gloucestershire Care Services NHS Trust to form Gloucestershire Health and Care NHS Foundation Trust was the first step in the journey towards the provision of genuinely joined up physical, mental health and learning disability services within the county. It brought together two good trusts, each with legacies and achievements of their own. A year and a half after the merger and one year into a global pandemic, we are proud that we have been able to build on these exceptional foundations and the significant strategic alignment the Trusts shared. There is genuine ambition across the organisation to truly transform our services to those communities we serve, to listen and respond to their needs and involve them in their care in the ways they want. We are committed to developing the highest quality services that make genuine and meaningful differences to all those who use our services. As an organisation, we strive 'To Make Life Better'.

To achieve our purpose, we must not only continue to deliver and develop excellent services but become an integral and essential part of the health and wellbeing of the local communities we serve. We must take further steps in creating, building, sustaining meaningful partnerships to positive effect. We must continue our role as an active partner within One Gloucestershire as the ICS comes together and develops long term plans to help keep people healthy, support active communities and ensure high quality, joined up care when needed.

However, we now find ourselves with wider challenges to navigate. Developing ways of harmonising two organisations; and working through the complexities of increased integration at a system level in order to deliver more joined up care are challenges which must now be considered in the context of a very different health and social care environment to that of two years ago. The COVID-19 crisis has presented unprecedented challenges around care delivery, service capacity, workforce and finance to all service providers and health and care systems. There is little doubt that the next chapter of our journey will be one in which recovery from COVID-19 has prime focus while the pressure on finance and demands on services will be even further increased as we face the aftermath of the current crisis and a sector in the throes of significant reform.

Looking ahead, we will need to transform our services not only to meet increased demand but to mitigate risks around safety and ensure accessibility to all in a context where "access" will inevitably look very different. Alongside this, our focus must continue to be on identifying and delivering efficiency savings, using the productivity tools at our disposal with rigour, sensitivity and a clear eye on our core purpose.

Whilst there is no doubt that this is a challenging time, it is also an exciting one. It is a time which calls for innovation and continuous evolution at all levels of our organisation as well as at a system level with our wider ICS partners. As a Trust we are confident that we have laid good foundations from which to build. Our recent staff survey results evidence greater levels of staff engagement since the merger and we are proud that 71% of respondents would recommend our organisation as a place to work, with 79.5% recommending our care provision. We remain committed to working inclusively and collaboratively with our staff, our patients, their carers and our wider system partners to actively seek ways to improve our services and deliver better outcomes for the communities we work within. Looking ahead, we must focus on ensuring the necessary continuity of skills and expertise across our organisation, including at Board level, to ensure we are best placed to realise these ambitions and drive positive change for the people of Gloucestershire.

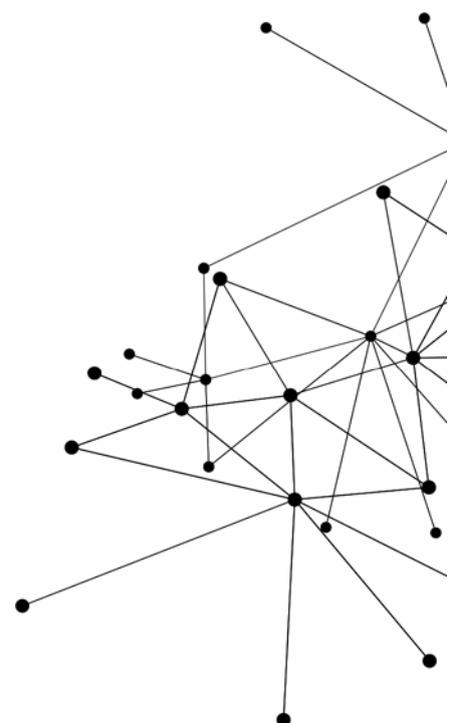
As such we are seeking a financially qualified individual with a track record of operating at Board/Committee level and of serving on or chairing committees to join us as a Non-Executive Director and eventually move into the role of Audit Chair. As a member of our board, the appointed individual will bring external perspective, ensuring constructive challenge and scrutiny on our current and future business plans, and support to the continued development and harmonisation of our internal governance, structure and culture. Above all else, we are seeking an individual able to demonstrate a fundamental commitment to supporting the realisation of our Trust's ambition for the communities we serve.

I hope the information contained in this pack along with our website give you all the information you need but please contact our advisers Serena Dobson or Melanie Shearer at GatenbySanderson if you'd like to know more.

I look forward to hearing from you.

Best wishes,

**Ingrid Barker**  
Chair



# The Journey to Our Recent Merger

Gloucestershire Health and Care NHS Foundation Trust was formed in October 2019. This followed the merger of 2gether NHS Foundation Trust and Gloucestershire Care Service NHS Trust, to provide joined up physical health, mental health and learning disability services and with the aim of:

- Creating integrated pathways through community health, mental health and learning disability services
- Developing innovative services for our communities
- Providing opportunities for more seamless care provision
- Streamlining and simplifying how services work with GPs and acute hospitals
- Making more efficient use of care records and information
- Sharing best practice and understanding to improve care
- Ensuring a focus on a single set of priorities
- Offering greater employment and career development opportunities for our staff

Our focus remains on improving the health and wellbeing of people of all ages in the communities we serve.

## Operating as a Foundation Trust

NHS Foundation Trusts have a degree of managerial and financial freedom when compared to NHS Trusts. The introduction of NHS Foundation Trusts represented a change in the way in which services are managed and provided. This form of NHS Trust is an important part of the Government's programme to create a "patient-led" NHS. Their stated purpose is to devolve decision-making from a centralised NHS to local communities in an effort to be more responsive to their needs and wishes.

NHS Foundation Trusts are technically Public Benefit Corporations, considered mutual structures akin to co-operatives where local people, patients and staff can become members and governors and hold the Trust to account. We organise ourselves through the Board of Directors who are responsible for the strategic and day to day operational management of the Trust, its policies and its services. The Board is comprised of Non-Executive Directors and Executive Directors. Non-Executive Directors, including the Chair are appointed by the Council of Governors. Non-Executive Directors appoint the Chief Executive. The Council of Governors is made up of elected public and staff governors, and appointed governors. Its role is to represent the interests of the Trust's stakeholders in the governance of the organisation and also to communicate the key messages to the electorate and appointing bodies.

# Our Values & Behaviours

Our work is underpinned by our organisational values and behaviours - guiding principles to how we are with people who use our services, families, carers, partners and each other. These were developed as part of our pre-merger organisational development work, and involved over 2000 colleagues, partners, patients, service users, carers, professional associations and trades unions.

We will:

- working together**
  - Listen closely and consider everyone's point of view
  - Work in partnership and recognise each other's expertise
  - Communicate openly, honestly and effectively
  - Cooperate and support one another
- always improving**
  - Actively seek solutions and ways to improve
  - Speak up to promote safety and quality
  - Keep learning and developing to make things better
  - Be a role model with a positive, can do approach
- respectful and kind**
  - Value each other's individuality
  - Show appreciation when things go well
  - Be friendly, approachable and welcoming
  - Uphold and protect dignity and wellbeing
- making a difference**
  - Take responsibility for our actions
  - Take time to understand
  - Be open to feedback
  - Make the best use of available resources

# Strategic Objectives

In March 2021, the Board approved the Trust's Five-Year Strategy. The strategy had been developed in partnership with colleagues, patients, experts by experience and stakeholders, hearing what was important to them in terms of the priorities for the Trust and how we should work together to take forward our ambitions as a new organisation. Our strategy will take us on an exciting journey. We pledge to put people at the heart of our services, focusing on personalized care by asking 'what matters to you?' rather than 'what is the matter with you'.

We have considered the national and local challenges that we need to address and how we think we can best meet them. As such we have identified the following four strategic aims, albeit that the full details of new strategy remain embargoed until after the current election period is over:



## How We Are Doing

- **CQC rating “Good”** overall with outstanding in two service lines. Furthermore, in March our Sexual Health services attained ‘**excellent**’ grade rating in all three areas of assessment by the GP training quality panel.
- In Quarter 3 of 2020/21 we undertook our Trust’s first ever single Staff Survey feedback report and achieved a **significantly improved response rate (46.3%)** from the previous surveys undertaken pre-merger, with **80% of ratings improved or remaining unchanged**.
- **71%** of colleagues would **recommend the Trust as a place to work** and **79.5%** would **recommend us as a place to receive care**.
- Our staff survey **scores for the theme of “Equality, Diversity and Inclusion” are better than the average** achieved by other mental health, learning disability and community health trusts.
- Data presented by the staff survey report presents a picture of our colleagues. **83.2% of respondents were female** (higher than the benchmark group average of 76.7%) and **21.3% reported that they had a disability** (an increase on the previous year)

- Despite the significant challenges faced by staff during the COVID-19 pandemic and the potential effects of the organisational merger, [staff morale scores were improved from the previous survey](#) and were better than the average achieved by other mental health, learning disability and community health trusts.

## Integrated Care System (ICS)

'One Gloucestershire' is the working name given to the partnership between the county's NHS and care organisations to help keep people healthy, support active communities and ensure high quality, joined up care when needed.

Gloucestershire Health and Care NHSFT is a partner within the Gloucestershire ICS footprint, and together we are working to develop an approach which will transform local health and social care provision over the next five years.

The plans involve not only NHS Trusts such as ourselves; but also colleagues from wider within the sector such as primary care providers and commissioners together with local authorities, voluntary sector organisations, communities, staff, and the public. These plans will enable our Trust and our partners to meet the increasing demands placed upon us and provide a responsive, high quality and equitable service to our communities in the years to come.

Above all, our desire to provide the best possible care is informed by the experiences that our service users, carers and our staff contribute to our ongoing process of community and internal engagement.

The One Gloucestershire priorities are as follows:

- place greater emphasis on supporting people to keep healthy and look after themselves when they can;
- provide truly joined up care and support in people's homes, GP surgeries and in the community, helping people to remain independent for as long as possible and reducing the need for hospital stays;
- pursue excellence in hospital services – with an emphasis on quality, safety and the best health outcomes for local people;
- develop a sustainable local health and care workforce – offering the best training, education, learning, professional supervision and environment to attract and keep the best staff; and
- Make the most of new technology to improve and join up care.

You can read more about the work of the ICS [here](#).

## Our Board

The Board of Directors is legally responsible for the strategic day-to-day operational management of the Trust, its policies and its services. Board members also hold the Executive Committee to account. You can view the current members of the Board of Directors here - <https://www.ghc.nhs.uk/board-and-governors/meet-our-board/>

Gloucestershire Health and Care NHS Foundation Trust holds 6 public board meetings during the year. Members of staff and the public are invited to attend all board meetings.

## Committees – Purpose & Membership

The Board is supported by the following Committees:

### **Audit and Assurance Committee**

Committee Chair – Marcia Gallagher – Qualified Accountant

Meeting frequency - 5 meetings per year

Aim: Efficient, Effective and Compliant Organisation

Focus: Provides the Board with a means of independent and objective review of financial and corporate governance, assurance processes and risk management across the whole of the Trust's activities both generally and in support of the Annual Governance Statement. Internal audit function, external auditors

Counter fraud

Oversight Risk Register and Board Assurance Framework

Chair – NED (included in Membership)

Members – NEDS (core of 4)

Lead – Head of Corporate Governance

### **Charitable Funds Committee**

Committee Lead – Sumita Hutchinson

Meeting frequency - 2 meetings per year minimum

Aim: Adding Value

Focus: Acts as the governing body of the Trust charity and ensures on behalf of the Board of Trustees that charitable funds are managed in accordance with charity law and the wishes of donors. Has delegated authority from the Board of Trustees. Considers equity & diversity for grants. Engages with community and liaises with Leagues of Friends

Chair – NED (included in Membership)

Members all Board (core of 4 – 2 NEDs, 2 Execs)

Lead Exec – Director of Strategy & Partnerships.

### Resources Committee

Committee Chair – Graham Russell

Meeting frequency - 6 meetings per year

Aim: A sustainable, Transformative, innovative and forward looking organisation

Focus: Ensure relevant Strategies are in place, ensuring the Trust has an appropriate:

- People Strategy
- Finance Strategy
- Estates Strategy
- Communication and Engagement Strategic Framework
- Digital Strategy
- Sustainability (Green) Plan
- Workforce Race and Disability Equality Schemes (WRES/WDES)

Undertake high-level, exception based monitoring of the delivery of workforce, financial and operating performance to ensure that the Trust is operating in line with its annual plan objectives

Business Planning

Chair: NED (included in Membership)

Members – 4 NEDS, 4 Exec

Lead Executives: Director of HR & OD and Director of Finance.

### Quality Committee

Committee Lead – Maria Bond

Meeting frequency - 6 meetings per year

Aim: An Outstanding Organisation, provision of high quality care

Focus: Ensures Trust establishes, monitors and maintains & improves appropriate integrated systems, processes and reporting arrangements for the management of all aspects of clinical governance, patient safety and risk and performance

Strategies:

- Quality Strategy
- Research Strategy
- Medical & Dental Staff Strategy
- Non-Medical Clinical Staff Strategies
- Practice Development Strategy
- Clinical Governance Strategy

Quality Goals

Review patient safety, clinical quality, service experience and serious incident data, monitors, improves and assures regulatory compliance,

Chair: NED (included in Membership numbers)

Members – 3 NEDS, 3 Executive (including Medical Director)

Lead Executive: Dir Nursing, Therapies & Quality

### Mental Health Act Scrutiny Committee

Committee Chair – Jan Marriott

Meeting frequency - 4 meetings per year minimum

Aim: Regulatory Secure (Mental Health)

Focus: Ensures Trust establishes, monitors and maintains appropriate integrated systems, processes and reporting arrangements to ensure continued compliance with the Mental Health Act, Mental Capacity Act and Human Rights Act and associated codes of practice.

Receives findings from Mental Health Act Commissioner visits, reviews legal issues and developments, and oversees MHS Managers' recruitment, training and performance.

Chair: NED (included in Membership)

Members – 2 NEDS, 2 Executive

Lead Executive: Chief Operating Officer.

### **Appointment and Terms of Service Committee**

Committee Chair – Chair of the Board – Ingrid Barker

Members – all NEDS

Meeting frequency – minimum of 1 meeting per year

Aim: A well led organisation, application of reward strategy in relation to delivery of objectives, trust values and behaviours

Focus: appointments, remuneration, objective setting, performance appraisal and terms of service for the Chief Executive and Executive Directors (including termination)

Supporting Execs – CEO, DIR HR&OD

*In addition to the above, short-life board committees may be established from time to time. For specific details regarding the duties of each Board Committee, please request further information from our colleagues at GatenbySanderson*

# Role Profile

## 1. Role outline and main duties

All board members share corporate responsibility for formulating strategy, ensuring accountability and shaping culture. They also share responsibility for ensuring that the Board operates as effectively as possible.

The specific role of the Non-Executive Directors (NEDs) is to:

- Bring independence, external perspectives, skills, and challenge to strategy development
- Hold the executive to account for the delivery of strategy
- Offer purposeful, constructive scrutiny and challenge
- Chair or participate as a member of key committees that support accountability
- Account individually and collectively to Foundation Trust Governors for the effectiveness of the Board
- Actively support and promote a healthy culture for the organisation and reflect this in their own behaviour
- Provide visible leadership in developing a healthy culture so that staff believe NEDs provide a safe point of access to the board for raising concerns
- Mentor less experienced NEDs where relevant
- Satisfy themselves of the integrity of financial and quality intelligence including triangulating with direct experience by getting out and about, observing and talking to patients, services users, carers and staff
- Act as Mental Health Act Managers
- Ensure the board acts in the best interests of service users and the public
- Show commitment to supporting the work of the Council of Governors
- To be aware of and contribute to system wide collaboration and strategic thinking

## 2. Skills, experience and attributes

NEDs are expected to draw on a reasonable mix of the following skills, experience and attributes in fulfilling the role:

- Intellectual flexibility and the ability to think clearly, creatively and analytically
- An ability to effectively influence, persuade and communicate
- Constructively holding themselves and others to account for performance and behaviour consistent with the organisational values
- Operating and influencing within business, the third sector or public sector at a national, regional or significant local level
- A demonstrable service user and community focus
- Partnership working across services and sectors
- Experience and aptitude for working in a team
- A drive for improvements and high standards of quality, governance and performance

- Commitment to social inclusion and the progression of the equality, diversity and inclusion agenda.

For this appointment we are specifically seeking the following skills and experience:

- Relevant financial experience and qualification
- Experience of financial or risk management
- Experience of serving on/chairing equivalent committees (audit/risk) in other organisations.

### 3. Requirements for Non-Executive Directors

All Board members, including NEDs are expected to:

- Behave in a way consistent with and be a role model for the organisation's values and behaviour framework
- Behave in a way consistent with the seven Nolan Principles for public leadership roles
- Fulfil the NHS/CQC fit and proper person test requirements.

NEDs must also be a member of the Foundation Trust.

The time commitment for NEDs averages 5 days per month but the work pattern does not fall evenly, so NEDs need to have a significant degree of flexibility. They are also expected to stay in regular (almost daily) contact and to be responsive via email. It is anticipated that NEDs will live in or close to the communities served by the Trust or have a significant local connection.

The Trust values difference and diversity and is an equal opportunities employer. **Applications are welcome from all sections of the community, particularly BAME, women, people with a disability or long term condition, and LGBTQ+ communities who are underrepresented at senior levels within the organisation.**

# Terms of Appointment

## Basis for appointment

The appointment of Non-Executive Directors is made by the Council of Governors.

## Remuneration

The current annual rate of remuneration for Non-Executive Directors is £14,000 per annum. The appointee is also eligible to claim allowances, at rates determined by the Trust, for travel and subsistence costs necessarily incurred in the performance of the role.

## Tenure

The appointment is made for an initial term of up to three years. The Council of Governors may agree to further terms up to 3 years (6 years in total). Appointments may be terminated at any time by the passing of a motion by three quarters of the Council of Governors.

## Time Commitment

The Non-Executive Directors are required to provide a flexible time commitment equivalent to circa five days per month in order to ensure effective performance of the role. In practice, this may involve commitments during the working day, in the evening or at weekends. Board meetings are held once a month.

## Eligibility

To be eligible to be appointed candidates must live within the designated area of the Trust's public constituency. The designated area includes all of Gloucestershire and "Greater England and Wales". Candidates must also be registered as a Public member of the Trust. To register as a member, go to <https://www.ghc.nhs.uk/membership/> and follow the links. Alternatively, candidates can contact a member of the Trust Secretariat on telephone 0300 4217112. Candidates must not be \*disqualified from holding office. If a serving Non-Executive ceases to be eligible to hold office, the appointment is liable to be terminated.

## Accountability

The Non-Executive Directors are regulated and governed individually and collectively and held to account by the Council of Governors for the performance of the Board of Directors. The Council of Governors decides the remuneration, allowances, other terms and conditions of office of the Non-Executive Directors.

## Board of Directors – \*disqualification

Applicants may not become or continue as a member of the Board of Directors where they are no longer a member of the Public Constituency; an un-discharged bankrupt; been convicted in the British Isles within the last 5 years with a sentence of imprisonment (whether or not suspended) for a period of not less than three months; has within the preceding two years been dismissed, other than for redundancy or ill health from any paid employment with a health service body; a registered sex offender pursuant to the Sex Offenders Act 2003; or currently a

Governor of the Trust. For full details please contact the Trust Secretary – Lavinia Rowsell, Head of Corporate Governance and Trust Secretary on email: [Lavinia.rowsell@ghc.nhs.uk](mailto:Lavinia.rowsell@ghc.nhs.uk) or via telephone: 0300 421 6394.

### Fit and Proper Persons Criteria for Directors in the NHS

Since October 2014 NHS organisations are required by law to assess that all new and existing directors are fit to be appointed/employed.

In addition to the usual requirements of good character, health, qualifications, skills and experience, the regulation goes further by barring individuals who are prevented from holding the office (for example, under a directors' disqualification order) and significantly, excluding from office people who:

*"have been responsible for, been privy to, contributed to or facilitated any serious misconduct or mismanagement (whether unlawful or not) in the course of carrying on a regulated activity, or discharging any functions relating to any office or employment with a service provider".*

This will be assessed through references, a DBS check and the disqualified directors register at Companies House.

The successful candidate(s) will also be required to complete a self-declaration that they meet the requirements of the Fit and Proper Person regulations. You will be required to meet these regulation on a continuing basis.

Further information can be found here:

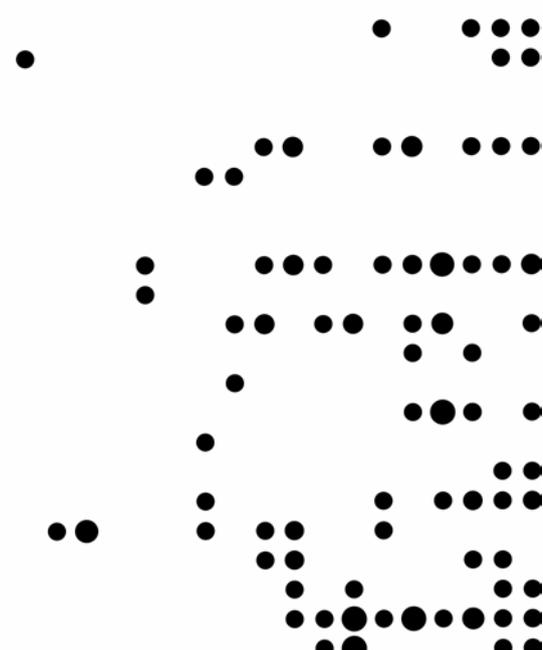
<https://www.cqc.org.uk/guidance-providers/regulations-enforcement/fit-proper-persons-directors>

# Recruitment Process and Timetable

All applications will be acknowledged. Longlisted candidates will be invited to preliminary interview with GatenbySanderson via MS Teams.

The application deadline is at 9:00am on Monday 17<sup>th</sup> May 2021

| Activity                                     | Date  |
|--|---|
| Closing date for receipt of applications     | 09:00 on Monday 17 <sup>th</sup> May 2021     |
| Preliminary interviews with GatenbySanderson | 2 <sup>nd</sup> and 8 <sup>th</sup> June 2021 |
| Final selection process                      | Thursday 1 <sup>st</sup> July 2021            |



# How to Apply

For a confidential discussion please contact our recruitment advisers at GatenbySanderson:

Melanie Shearer, Partner

E: [melanie.shearer@gatenbysanderson.com](mailto:melanie.shearer@gatenbysanderson.com) T: +44 (0) 7785 616 548

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Candidates will be selected for interview based on how closely they demonstrate their skills and experience in relation to the job description and person specification. Applications should consist of a **full curriculum vitae** detailing career and achievements, as well as a **supporting statement** which addresses the role description and person specification. Applications should be made via our website: <https://www.gatenbysanderson.com>

In addition, please ensure that you provide the following information:

- Your latest remuneration including any benefits and notice period
- Daytime, evening and/or mobile telephone numbers as well as your personal email address (to be used with discretion)
- Contact details for two referees. Referees should be people who can comment authoritatively on you as a person and as an employee and must include your current or most recent employer or his/her authorised representative. Confidential references are taken up on candidates shortlisted for formal interviews. However, we will refer back to you for confirmation that referees may be approached before any contact is made with them
- Confirmation of your availability for meetings on key dates as outlined above

The closing date for applications is **09:00 on Monday 17<sup>th</sup> May 2021**

Once the closing date for applications has passed, applications will be evaluated according to the person specification and the Selection Panel will select which candidates will be invited to take part in the initial stage of the process.

