
Job Description

**Non-Executive Director &
Chair of the Audit and Assurance Board Sub-Committee (AAC)**

January 2022

JOB DESCRIPTION

1. CPFT's Mission:

Our mission is to put people in control of their care. We will maximise opportunities for individuals and their families by enabling them to look beyond their limitations to achieve their goals and aspirations.

2. NHS Values:

We are committed to the core NHS PRIDE values, which we underpin in all that we do -

1. **Professionalism**
2. **Respect**
3. **Innovation**
4. **Dignity**
5. **Empowerment**

3. Our Values:

1. **Professionalism** - We will maintain the highest standards and develop ourselves and others...*by demonstrating compassion and showing care, honesty and flexibility.*
2. **Respect** - We will create positive relationships...*by being kind, open and collaborative.*
3. **Innovation** - We are forward thinking, research focused and effective...*by using evidence to shape the way we work.*
4. **Dignity** - We will treat you as an individual... *by taking the time to hear, listen and understand.*
5. **Empowerment** - We will support you...*by enabling you to make effective, informed decisions and to build your resilience and independence.*
6. The Trust Board has endorsed the concept of recovery as central working of the Trust. Recovery is embedded in the vision and values of the Trust.

4. Post Details:

Job Title:	Non-Executive Director and Audit & Assurance Committee Chair
Band:	N/A
Accountable to:	Trust Chair, Council of Governors
Base:	Trust Headquarters, Elizabeth House, Fulbourn Hospital, Cambridge

5. Key Relationships and Organisation Flow:

<ol style="list-style-type: none">1) Council of Governors2) Trust Chair3) Executive Directors4) Non-Executive Directors5) Trust Secretary6) Director of Finance	<p>Council of Governors</p> <p>↓</p> <p>Trust Chair</p> <p>↓</p> <p>NED and Audit & Assurance Committee Chair</p>
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6. Non-Executive Director Job Summary:

1. As stated within the National Health Service Act 2006, the duty of the Board and each individual Director is to act with a view of promoting the success of the corporation so as to maximise the benefits for both its members and the public.
2. As set out in the Code of Governance every NHS Foundation Trust should be headed by an effective Board of Directors. The Board is collectively responsible for the performance of the NHS Foundation Trust.
3. Non-Executive Directors play a crucial role within the Board as, in addition to any specific knowledge and skills that they may have they provide an independent perspective to the operational Executive Directors.
4. It is the duty of a Non-Executive Director to uphold the highest standards of probity and integrity as per the Trust's core values as well as encouraging good relations within the Boardroom.
5. Non-Executive Directors are expected to participate fully as members of their assigned Sub Committees as well as assuming the role of Committee Chair when appointed. Also, as a representative of the Cambridgeshire and Peterborough Foundation Trust it is their responsibility to ensure their own awareness of the views of the Council of Governors in order to give good consideration to these views when advising senior managers on Trust related issues.

7. General Responsibilities & Duties:

1. To set the strategic direction of the organisation considering the views of the Council of Governors and agreeing appropriate plans to achieve them.
2. To exercise appropriate oversight over the execution of the agreed strategic objectives by the Executive Team.
3. To provide constructive, considered and appropriate challenge to the Board of Directors, monitoring performance reporting.
 - Non-Executive Directors should satisfy themselves in regards to the integrity of operational, financial and clinical information provided.
 - Non-Executive Directors should satisfy themselves that all quality controls, systems of risk management as well as the governance of the Trust are robust and defensible.
4. To ensure that the Trust places patient safety at the heart of its work including the reinforcement of a positive corporate culture by adopting exemplary behaviours within the Boardroom and across the Trust.
5. To support the Chief Executive and Executive Directors in promoting and upholding CPFT's mission, vision and values.
6. Where appropriate, and in order to ensure the provision and understanding of decisions, Non-Executive Directors have a duty to elicit and consider external advice.
7. All Non-Executive Directors are invited to become the 'champion' of specific areas; such as Research & Development, Children's Services, the Mental Health Act, the Recovery College or other areas of interest and expertise.

8. Council of Governors:

1. All Non-Executive Directors should ensure that they attend The Council of Governors meetings, held quarterly. In doing so they should consider the views and interests of the Council of Governors, bearing in mind that this viewpoint is representative of the Trust's Membership, Service Users, Carers and Staff.
2. All Non-Executive Directors regarding all Performance, Strategy and Governance related issues should maintain an on- going dialogue with the Council of Governors.
3. Non-Executive Directors should ensure that any feedback provided by the Council of Governors regarding the Trust's performance is communicated to the Board of Directors and other members of senior management effectively.

9. Constitutional Responsibility of all Committee members:

1. Each Committee is constituted as a standing committee of the Trust Board in accordance with its Constitution.
2. Each Committee is authorised to act within the powers delegated to it as set out in the Trust's Scheme of Delegation.
3. Each Committee is authorised to act within its agreed Terms of Reference. All members of staff are required to cooperate with any request made by the Committee.
4. Each Committee is authorised by the Board of Directors to obtain such internal and external information as is necessary and expedient to the fulfilment of its functions.

10. Personal Development:

1. All Non-Executive Directors are required to participate in the CPFT induction programme that will include reading induction material, attending workshops, partnering Executive Directors and attending meetings. In addition, all Non-Executive Directors are required to complete and maintain compliance with the Trusts mandatory training programme.
2. It is a legal requirement for all of the Trust's Leadership Team to be approved as a Fit and Proper Person as part of the Terms of Employment. Requirements for this are as follows:
 - a) Completion of an Enhanced Disclosure and Barring Service check (DBS).
 - b) All Non-Executive Directors must declare any standing interests to the Trust, including pecuniary interests, and are required to complete a 'Declaration of Interests' form on appointment and annually thereafter (or upon any change in circumstance).
 - c) Completion of a Fit and Proper Persons declaration, with annual review thereafter (or upon any change in circumstance).
3. As part of the on-going development of each Non-Executive Director they are required to participate in service review meetings across the Trust and provide a report of their findings to the Board of Directors.
4. Complete an annual appraisal with the Trust Chair, conclusions from which will include future objectives. As part of this, completion of the Annual Board Self Assessment Form is also a mandatory requirement.

11. Time Commitment:

1. It is the responsibility of the Non-Executive Director to ensure that they make sufficient time in order to discharge their responsibilities effectively. This is contracted as 3 days per month.
2. The Non-Executive Director must inform the Trust Secretary of any ongoing time commitments prior to their employment.
3. If anything should occur that would impact on the ability to fulfil the time requirement then the Trust Secretary should be notified as soon as is reasonably possible.

12. Quality and Patient Safety:

1. Protection of Children & Vulnerable Adults – To promote and safeguard the welfare of children, young people and vulnerable adults.
2. Implementation of NICE guidance and other statutory / best practice guidelines. (if appropriate)
3. Infection Control - To be responsible for the prevention and control of infection.
4. Incident reporting - To report any incidents of harm or near miss in line with the Trust's incident reporting policy ensuring appropriate actions are taken to reduce the risk of reoccurrence.
5. To be aware of the responsibility of all employees to maintain a safe and healthy environment for patients/ clients, visitors and staff.
6. To contribute to the identification, management and reduction of risk in the area of responsibility.
7. To ensure day to day practice reflects the highest standards of governance, clinical effectiveness, safety and patient experience.
8. To ensure monitoring of quality and compliance with standards is demonstrable within the service on an ongoing basis.

13. Responsibilities of the Chair of the Audit and Assurance Committee:

1. As Chair of the Audit and Assurance Committee, joint working with the Lead Executive Director is essential to ensure that the Committee adheres to its Terms of Reference.
2. As Committee Chair you must ensure that the following is delivered in line within its Terms of Reference:
 - a) Governance, Risk Management and Internal Control.
 - b) Internal Audit.
 - c) External Audit.
 - d) Financial Reporting including the Annual Report, Annual Governance Statement, Statutory Accounts and Quality Accounts.
 - e) Counter Fraud and Security Management Service.
 - f) Compliance with relevant regulatory, legal and code of conduct requirements.
 - g) Review of Tender Waivers, Losses and Compensations, Registers of Gifts and Hospitality and approve appropriate write offs.
3. As Committee Chair you must ensure the overall effectiveness of the Committee; findings and concerns should be raised with the Board of Directors when appropriate.

4. As Committee Chair you must present a report stating the activities of the Committee, to the Board of Directors after each meeting in support of the Annual Governance Statement. In particular, you must draw to the attention of the Board any issues that require disclosure to the full Board of Directors.
5. As Committee Chair you will ensure the Committee meets quarterly with an additional meeting to approve the annual report. Ensuring that the following is fulfilled:
 - The Cycle of Business is accurate and current.
 - Each committee agenda is a true reflection of the Cycle of Business and items are allocated sufficient time.
 - Accurate and relevant information is communicated to the Board of Directors.
 - All Committee members are encouraged to fully participate in considered discussion and challenge; drawing on their skills and experience. Discussion is directed towards the emergence of a consensus.
 - Once a consensus has been reached regarding any matter, as Committee Chair you must summarise the discussion to ensure clarity.
6. In the event of any equality of votes, the Committee Chair shall have a second or casting vote.

To be noted:

- **This is not an exhaustive list of duties and responsibilities, and the post holder may be required to undertake other duties, which fall within the grade of the job, in discussion with the manager.**
- **This job description will be reviewed regularly in the light of changing service requirements and any such changes will be discussed with the post holder.**
- **This post is subject to the Rehabilitation of Offenders Act 1974 (Exemption Order 1975) and as such it will be necessary for a submission for disclosure to be made to the Criminal Records Bureau to check for previous criminal convictions. The Trust is committed to the fair treatment of its staff, potential staff or users in line with its Equal Opportunities Policy and policy statement on the recruitment of ex-offenders.**

PERSON SPECIFICATION

Job Title:	Non-Executive Director
Band:	N/A
Responsible to:	Trust Chair, Council of Governors
Department:	N/A

The Governors of CPFT are looking for an individual who has excelled in their field and who can offer a range of skills gained from the public, private or voluntary sectors and can assist with strategic development and quality improvement.

In particular, the Governors are looking to appoint someone with:

- A clear understanding, experience and background in audit and finance.
- The ability to Chair the Audit and Assurance Board Sub-Committee.
- Senior leadership or board-level involvement gained within a range of organisations.
- Demonstrable first-class communication skills, with a commitment to the values of public service and the NHS.

The Trust is committed to safeguarding and promoting the welfare of children, young people and vulnerable adults and expects all staff to share this commitment. The Trust believes that treating everyone with dignity and respect and encourages applications from all sectors of the community. We guarantee an interview for candidates with disabilities who meet the minimum essential criteria.