

JOB DESCRIPTION



1. JOB DETAILS	
Job Title	Associate Director: Corporate Governance (Board Secretary)
Immediate Senior Officer	Director of Finance Corporate Governance & Legal Services
Directorate	Finance, Corporate Governance & Legal Services
Location	Gyle Square, Edinburgh
CAJE Reference	NPSPSTS748

2. JOB PURPOSE
<p>To provide strategic direction, leadership, management and development across a portfolio of corporate governance functions including board governance (also including provision of board secretarial services to various NHSScotland level fora), compliance, executive support and NSS internal audit supplier relationships and service delivery. Ensure service and external audit activities align with internal audit work. To assume the role of ambassador for Whistleblowing and NSS Confidential contacts, act as the main point of contact for staff who wish to raise concerns and provide professional leadership to NSS Confidential Contacts. Leadership of reporting approaches in all areas of internal and external governance.</p> <p>The postholder is responsible for provision of specialised services that ensure that NSS has effective corporate governance arrangements in place and that the NSS Board, Executive Management Team and Directorates are fully supported; this includes enabling the smooth operation of NSS's formal decision making and reporting machinery, including overseeing the organisation and administration of all Board and Board subcommittee meetings.</p> <p>The postholder establishes and monitors procedures to ensure that NSS complies with all its constitutional and regulatory requirements. As a member of the leadership team, plays a central role in the management of Finance Corporate Governance & Legal Services. .</p>

3. DIMENSIONS

NSS provides a diverse range of health, care and support functions for the NHS in Scotland.

NSS employs approximately 3,500 staff (comprising medical, nursing, technical, scientific, management and administration staff, located in 25 sites across Scotland) with a gross annual budget of c£1.1bn. The postholder is responsible for providing leadership and direction to approximately 30 staff including:

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- The Corporate Affairs & Compliance Manager whose remit includes internal audit and whistleblowing including responsibility for the provision of the NSS Confidential Contacts service and are the professional lead for staff who volunteer to be confidential contacts;
- The NSS Executive and Governance Manager and a team of committee secretaries
- The NHSScotland Executive Support Team including Programme Director and Policy and Business Analysts
- The FOI and Records Management Team
Personal Assistants and Executive Support Officers;

Services are located in two sites: Gyle Square in Edinburgh and Delta House in Glasgow.

The postholder is responsible for the leadership of a range of specialist services:

- Corporate Governance Oversight
- Corporate Reporting Systems
- Board and sub-committee governance.
- Secretarial services to the NSS Board and various NHS Scotland level fora including the NHSS Board Chairs, the NHSS Board Chief Executives and the Scottish Association of Medical Directors.
- Internal audit.
- **Oversight of audit activity including, but not limited, to Service Audit, Information Commissioner's Officer (ICO) Audits, Network and Information Security Directive (NiSD) Audits**
- Governance reporting.
- Development of NSS wide policies for non-workforce related areas.
- Whistleblowing and confidential contacts.
- Freedom of Information (FOI) and Records Management
- Statutory and regulatory compliance in the areas identified.
- Personal assistant and executive officer support.
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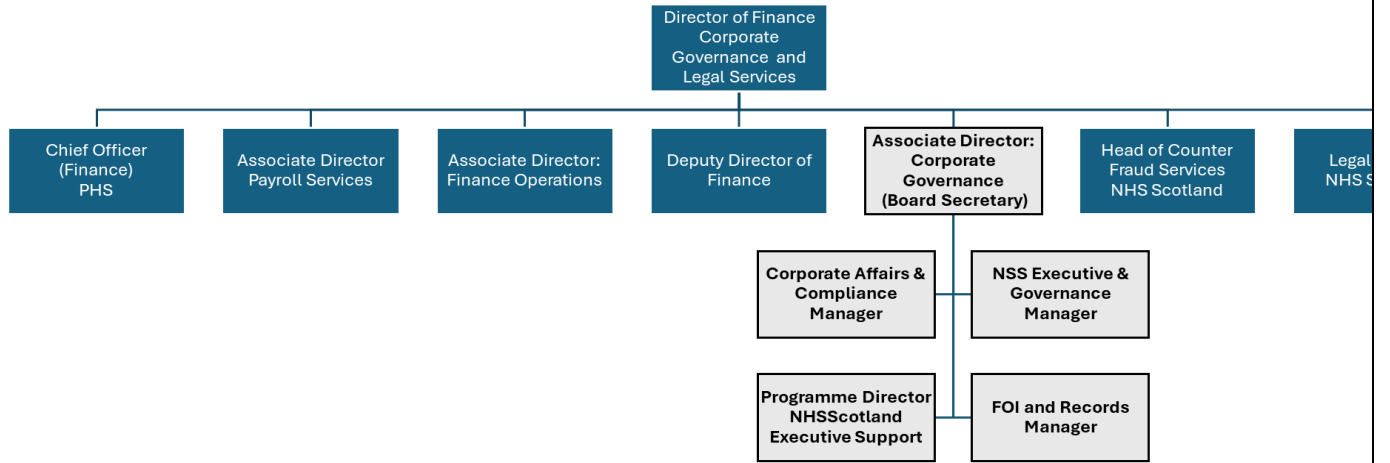
The postholder manages a budget of circa £2.14m including an internal audit spend of £108k.

In addition to providing leadership and direction to their direct staff, the postholder is also responsible for providing leadership and direction, as appropriate, to staff and practitioners in the above service areas across NSS. In this regard they are required to maintain a high level of awareness and understanding of emerging regulation and policy on behalf of NSS.

The post-holder has corporate wide responsibility for the provision of assurance to the NSS Governance Committees and external regulatory bodies that NSS meets its regulatory and governance requirements.



4. ORGANISATION CHART



5. ROLE OF THE DEPARTMENT

National Services Scotland's core purpose is to deliver effective national and specialist services which enable and support improvements in the health and wellbeing of all the people of Scotland. It delivers these services through its strategic and supporting Directorates.

The Scottish Government places a heavy reliance on NSS for perspective and guidance in relation to formulation of strategic public sector policy in shared & specialist services.

The Finance, Corporate Governance and Legal Services Directorate provides a range of professional financial, corporate governance and legal services both internally within NSS and on behalf of NHS Scotland boards and the wider public sector.

The Corporate Governance Service operates under the direction of the NSS Board and Executive Management Team...

The Service is responsible for all aspects of corporate governance, corporate affairs and board services. It provides specialist services in a range of areas. The main activities include:

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- Corporate Governance Oversight
- Corporate Reporting Systems
- Board and sub-committee governance.
- Secretarial services to the NSS Board and various NHS Scotland level fora including the NHSS Board Chairs, the NHSS Board Chief Executives and the Scottish Association of Medical Directors.
- Internal audit.
- **Oversight of audit activity including, but not limited, to Service Audit, Information Commissioner's Officer (ICO) Audits, Network and Information Security Directive (NiSD) Audits**
- Governance reporting.
- Development of NSS wide policies for non-workforce related areas.
- Whistleblowing and confidential contacts.
- Freedom of Information (FOI) and Records Management
- Statutory and regulatory compliance in the areas identified.

- Personal assistant and executive officer support.

The Service has corporate wide responsibility for the provision of assurance to the NSS Governance Committees and external regulatory bodies that NSS is meeting its regulatory and governance requirements. It is also responsible for maintaining a high level of awareness and understanding of emerging regulation and policy on behalf of NSS.

6. KEY RESULT AREAS

1. Lead the coordination and support provided to ensure effective delivery of good corporate governance. Provide technical advice, expertise and practical support to the Board, sub-committees and Executive Management Team in relation to all aspects of corporate governance.
2. Lead the provision of professional and effective services to the Board ensuring that the Board and its sub committees are administered appropriately, and that statutory and good practice arrangements are complied with.
3. Provide direct support, advice and input to Board and its Standing Committees that have a particular need for the specialist services provided by Corporate Governance – for example, the Audit & Risk Committee, and the Clinical Governance Committee.
4. Lead the design and provision of reporting to these committees and the Board.

5. Develop robust financial, workforce and annual operational business plans to ensure agreed service and performance levels are met in respect of each of the Corporate Governance teams. Utilise best practice in corporate and operational planning, governance and risk management and business performance management reporting.
6. Lead the establishment and monitoring of procedures to ensure that NSS complies with its regulatory and statutory requirements. This includes, but is not limited to: providing NSS Board members with a focal point of advice and information on their statutory responsibilities, conduct and contribution to Board business, ensuring that they receive appropriate induction training and support to enable them to fulfil their governance role effectively; maintaining and making available for public inspection registers – including interests, gifts and hospitality - and all documents relevant to NSS's Corporate Governance Framework;
7. Lead on the development of NSS wide policies for all non-workforce related areas and ensure that these are developed in line with organisational procedures and best practice and implemented in a way that makes them real to NSS staff.
8. Provide NSS wide leadership and oversight for the ongoing development, modernisation and integration of key governance, systems and processes by working with a wide range of stakeholders, thus ensuring that NSS's services develop to meet the changing needs of NHS Scotland, the Scottish Government and partner organisations. Represent NSS as service expert, participating in national policy forums to ensure that relevant information is made available for the development, modernising, policy making and planning of NHS Scotland and partner organisations.
9. Lead the provision of board support services to various NHS Scotland level fora including the NHSS Board Chairs, the NHSS Board Chief Executives and the Scottish Association of Medical Directors and be responsible for managing the secondment requirements to the NHS Scotland Executive Support function.
10. Deliver Ambassador role for Whistleblowing and Confidential Contacts for NSS ensuring all staff are aware of the arrangements for raising concerns within their organisation and are supported to do so, promoting a culture of trust, which values the raising of concerns as a route to learning and improvement, and ensuring Standards are functioning at all levels of the organisation.
11. Providing a confidential contact service for NSS and being the professional lead and supporting staff who volunteer to be NSS confidential contacts.
12. Lead the development, implementation and monitoring of system wide functions, including policy development and guidance, for delivering key elements of Information Governance, specifically: Establishing and maintaining a comprehensive system of corporate records management to meet business and legislation requirements including the Public Records (Scotland) Act. Providing information under the Freedom of Information (Scotland) Act to support prompt, accurate responses to Freedom of Information enquiries and ensure compliance with the FOI Act and the Data Protection Act to fulfil the organisations obligations as publicly accountable body.
13. Lead the development and implementation of an effective plan covering all internal audit work for NSS, working with Executive Management Team members and members of the Audit and Risk Committee. Manage the relationship with the internal auditors. Ensure service and external audit activities align with internal audit work. The scope of this work is very broad and requires the postholder to have a very good understanding of all related developments in those areas subject to audit, so that they can successfully provide leadership in this area.
14. Ensure that actions identified through internal audit work are effectively tracked, reported on and completed.
15. Contribute to national and local strategy and policy developments by building and maintaining deep partnerships with customers and stakeholders in the Scottish Government, NHS Scotland and partner organisations. Promote and embed evidence-based policy making, evaluation and decision making.

16. Provide NSS-wide leadership for the ongoing development, modernisation and integration of key governance systems by working with a wide range of clinical and managerial stakeholders.
17. Lead, motivate, develop and performance manage the diverse group of staff within the function to ensure they have the necessary knowledge, skills and experience to achieve individual and collective objectives.

7. ASSIGNMENT AND REVIEW OF WORK

The post-holder is responsible for providing leadership and line management to the Corporate Governance team and is fully accountable for the delivery of business objectives, management of performance and quality of deliverables in their area.

The post-holder has autonomy to determine strategy, allocate resources and methods for achieving business objectives. Strategic objectives, policy planning and specific projects can be set over varying time frames from annual business planning to 5-year strategic planning. The post-holder ensures appropriate governance is in place for aspects of their business plans, including stakeholder engagement, performance and quality management, and management of risk.

The post-holder acts autonomously within their field and must continually make decisions and exercise judgements which have the potential to significantly affect the reputational impact of the organisation. The post-holder will function as a source of expert advice at the highest levels in determining appropriate responses to major issues and initiatives, drawing from their highly specialist knowledge and in-depth experience of corporate governance, legislation and compliance issues and understanding the impact their advice will have on NSS and a complex health and care environment.

Much of the work is self-assigned and generated in accordance with emerging statutory and regulatory needs and government policy.

The post-holder participates in the formal performance appraisal scheme with annual objective setting and takes a proactive approach to the formulation of a personal development plan which supports the maintenance of the deep specialist knowledge required. Director of SPST will undertake evaluation of results and objectives.

The postholder will be responsible for managing budget in accordance with Standing Financial Instructions and complying with all relevant NSS policies.

The postholder will be expected to work with key stakeholders in NSS, NHS Scotland and Scottish Government to develop policies and strategic plans for their areas of responsibility.

The postholder will be expected to work with other NSS senior managers in developing and agreeing elements of overall NSS strategy.

The post holder will, as required, be expected to lead the planning of significant service improvement or change initiatives and to participate in other projects. The postholder will be accountable for progress in these developments.

The postholder will be responsible for chairing NSS groups as required and from time to time the postholder will be required to lead expert groups working at an NHS Scotland level.

8. COMMUNICATIONS AND WORKING RELATIONSHIPS

Excluding the postholder's immediate line manager, the following are key working relationships, with examples of the purpose of these contacts.

Internally postholder must maintain highly effective working relationships with:

- The Chief Executive and Chair of the Board to provide expert advice and guidance on organisational governance matters
- NSS Non-Executives to provide expert advice, guidance and reporting on, for example, matters relating to Board sub-committee business;
- NSS Whistleblowing board champion and executive lead to ensure all staff are aware of arrangements for raising concerns within NSS.

- Members of the Executive Management Team and other members of NSS senior management to provide expert advice and guidance on, for example, organisational governance, internal audit matters and on the requirements of Board sub-committees;
- Directors, senior managers and staff across NSS on specific programmes and projects;
- The NSS Associate Director Clinical & Nursing CG & QI to ensure timely and appropriate reporting to the Clinical Governance Committee;
- Trade union colleagues formally and informally on general staff governance issues and specific staff concerns;
- NSS colleagues in general as a source of support and guidance on specialist areas.
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The postholder will be responsible for communicating major policy and process developments and very complex and sensitive information which will require them to overcome barriers to acceptance when delivering presentations and engaging with stakeholders. These may be conducted in a challenging environment where a high level of communication skills will be required.

Excellent interpersonal and communication skills are required as a major focus of communication is to persuade others and to negotiate the development and implementation of change. The postholder is expected to have strong presentational skills and to be able to express views convincingly and compellingly, verbally and in writing.

Externally, the postholder works in partnership and must build and manage highly effective relationships with a variety of stakeholders and other bodies, including:

- Colleagues in NHS Boards on areas of expertise and common interest;
- Regulatory bodies, including the Independent National Whistleblowing Officer to respond to specific cases;
- Internal auditors to develop and manage internal audit plans;
- External and service auditors to ensure alignment of audit plans;
- Scottish Government Health and Social Care Directorate in relation to corporate affairs and governance matters;
- NHS Scotland Chief Executives Group to ensure the provision of high quality secretariat services to NHS Scotland governance groups.
- Scottish Government and other health care bodies for the provision of case management and disciplinary support.

The postholder will have to deal with highly complex and sensitive issues – raised, for example, through whistleblowing – and will need to manage such matters thoroughly, confidentially and sensitively.

9. MOST CHALLENGING PART OF THE JOB

Leading the development, creation of strategy for and delivery of cohesive, corporate governance and executive support functions to a diverse audience across the Board and wider stakeholders, including Scottish Government. To ensure these functions and services are delivering to the required quality and in line with current and emerging statutory and legislative requirements, the postholder must be customer focused, innovative, flexible and forward looking. Combined, these skills will ensure the needs of a complex and diverse customer base are balanced appropriately.

Remaining abreast of the complex and diverse nature of activities across NSS to ensure that, for example, audit plans are focused on priority areas in line with Executive and Board Committee priorities.

Interacting with key senior leadership within and outside the organisation seeking to balance their diverse and frequently urgent demands and meeting requirements that may involve handling highly sensitive information that may have a very limited circulation.

Responding effectively to a range of day-to-day priorities in a highly complex environment while maintaining focus on the longer term strategic direction of the organisation.

Developing and delivering effective workforce, succession and continuous improvement plans to prepare the Corporate Governance Team for future challenges.

Deliver sufficient savings or income generation to meet the rigours of the current and projected financial climate whilst maintaining quality across our governance processes and service provision.

10. SYSTEMS

In addition to office-based systems, the postholder is responsible and accountable for the utilisation of several types of information systems employed for corporate compliance and assured governance. These include but are not limited to:

PECOS

Q-Pulse – Adverse Events Management

Register of Interest

Internal Audit system

NSS Applications (including financial reporting systems to monitor budgets and determine costing for new services.)

Microsoft Teams (for the delivery of NSS and NHS Scotland governance)

The post holder requires advanced knowledge of use and practical application of Microsoft Office 365, and other bespoke software tools used for capturing a wide range of corporate data and information which inform the production of business plans and performance reports and undertaking management responsibilities.

Initiate, lead and manage the design and development of new, co-ordinated data collection systems, championing the use of innovative technology to support effective governance across the organisation.

Ensure staff work, store and transmit data in accordance with data protection, freedom of information and confidentiality principles.

11. WORKING ENVIRONMENT AND EFFORT

Physical Effort

Frequent requirement for prolonged use of computer terminal and keyboard

Travel between NSS sites which may involve transporting paperwork and equipment

Mental Effort

Intense concentration is frequently required to research and analyse information and prepare communications, briefing papers and responses which may relate to Board, media or government enquiries, ensuring accuracy and quality at all times. Considerable care and thought will be required in preparing communications in order to ensure that information is provided in a manner which is clear, meaningful, easily understood and will not be open to misrepresentation.

Ability to sustain the mental effort and attention required to chair a number of strategic working groups, ensuring discussions remain focused and a balance of views is extracted.

The ability to make sound judgements and meet deadlines using own initiative often surrounding contentious issues in a high-profile environment. The post-holder will be required to manage multiple important and sensitive tasks simultaneously and to be flexible to changing situations and priorities. The post-holder will receive queries from various internal and external sources which require a response either immediately or within a very tight timescale.

Regular requirement for sustained concentration and mental effort in the development and delivery of presentations to senior management and to Board.

Emotional Effort

Managing high pressure issues knowing that NSS Board/Directors require a positive outcome.

The post-holder is required to demonstrate negotiation and diplomacy skills in communications and to choose the most appropriate format to ensure that the position of NSS is robustly portrayed.

Required to handle and resolve conflict and challenging behaviour during meetings or discussions.

The postholder must uphold standards on a range of important governance matters and be prepared to argue the case robustly and diplomatically for others at all levels to do so as well.

Occasional exposure to distressing or emotional circumstances in relation to staff discipline and grievance matters and from patients and the public in relation to complaints.

12. ENVIRONMENTAL / WORKING CONDITIONS & MACHINERY AND EQUIPMENT

The post-holder has to work with normal office equipment such as computer, printer, photocopier and fax machine, in an open plan office environment.

The postholder is required to travel between NSS and other NHS Scotland sites to lead their team and support the Board and NHS Scotland in delivery of its governance functions. This travel might be by road, rail or air as required by the particular circumstances.

13. QUALIFICATIONS AND/OR EXPERIENCE SPECIFIED FOR THE POST

Essential Criteria:

The post-holder should have expert specialist knowledge in corporate affairs, organisational governance and compliance acquired through degree level education and an additional, relevant postgraduate qualification or equivalent experience, plus additional training evidenced through

continuous professional development acquired through short courses or experience across the full range of the role's requirements.

The post-holder will be a very experienced manager who has already worked at a senior level within a large, complex organisation and should demonstrate evidence of having skills, knowledge and significant experience in relation to:

- Expert specialist knowledge and experience of legislation, governance frameworks and compliance matters and their impact on NHS organisations.
- Expert specialist knowledge and experience of whistleblowing, case management, governance reporting and internal audit requirements and related best practice and its application in a complex environment.
- Senior strategic and operational management, covering all aspects of financial, performance and risk management, within a large complex organisation preferably within the NHS or public sector.
- Management of major projects and initiatives, with a comprehensive understanding and knowledge of the legislative and regulatory environment in which NSS operates.
- The strategic direction and priorities for the NHS in Scotland. They should have the necessary vision, experience and influencing skills to drive strategic change and development within NSS. They should have the professional and personal credibility to earn the confidence and respect necessary to motivate colleagues facing work pressures and competing demands.
- Demonstrate a high level of interpersonal, planning and technical skills (see also above), combined with a supportive and visible leadership style.
- Experience and skills in leading and managing specialist staff. The postholder is expected to keep abreast of, and contribute to changes to relevant policies that impact their staff and all aspects of their role.
- Communication, including the ability to simplify and communicate complex matters. The maturity to operate at all levels within the NHS.
- The ability to operate effectively under pressure with a high level of personal integrity. Having vision and imagination and being change, action and results oriented.
- Leading by example at all times, demonstrating the highest standards of personal and professional conduct in support of the NSS Values and respect the diversity that makes up a complex multi-disciplinary workforce.

Competencies

- **Leadership** – Communicates a compelling vision and provides visible and supportive direction and guidance that empowers, enables, motivates and develops the team to achieve the organisations goals.
- **Strategic Thinking** – The ability to create strategy and transform it into implementation planning and project/change management to deliver significant change programmes.
- **Improving Quality** – Focuses on continually improving outcomes for customers, patients and other stakeholders.
- **Achieving Results** – Develops and implements SMART service plans and reviews own team and service performance against these.
- **Political Sensitivity** – Fostering and building effective alliances, underpinned by a strong team ethos of partnership working with a broad range of stakeholders to enable effective working within NSS and with Scottish Government and other NHS Boards.
- **Working in Partnership** – Builds effective relationships with staff, customers, Board members and other stakeholders.

- **Improving Performance through Team-Working** – Works effectively as a team member and leads the team with tenacity to deliver shared goals.
- **Caring for Staff** – Creates a healthy, safe and dynamic working environment in which staff well-being is promoted and individuals are supported and motivated in their roles.
- **Communicating Effectively** – Communicates clearly and consistently and ensures that staff, customers and other stakeholders influence service planning and delivery.
- **Promotes a Learning Organisation** – Views learning as integral to service planning and delivery and develops organisational learning plans to maximise staff potential.

Demonstrates through behaviours and actions absolute commitment to the NSS Values:

- **Customer Focus** – recognising everyone as a customer and putting customers first.
- **Respect and Care** – demonstrating that we value the views of others and showing mutual respect for others' differences and diversity.
- **Openness** – sharing timely and consistent information and regularly and ensuring honesty and transparency in our communications.
- **Integrity** – ensuring our decisions, actions and behaviours are based on ethical principles and values and that we take responsibility for them.
- **Committed to Each Other** – listening to our staff/customers and treating each other consistently and supportively thereby building trust.
- **Excel and Improve** – embracing change and striving for continuous improvement aligned to customer need; seeking out best practice, sharing ideas and learning from our mistakes.

14. JOB DESCRIPTION AGREEMENT

A separate job description will need to be signed off by each postholder to whom the job description applies.

Postholder Signature	<input type="text"/>	Date	<input type="text"/>
Postholder Print	<input type="text"/>		
Manager Signature	<input type="text"/>	Date	<input type="text"/>
Manager Print	<input type="text"/>		
Manager Title	<input type="text"/>		