

# Job Description

## Governance Manager

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Reports to: Head of Governance and Compliance

Location: Agile with travel to London/Leeds office

### About NHS Confederation

The NHS Confederation is the membership organisation that brings together, supports and speaks for the whole healthcare system in England, Wales and Northern Ireland. We have big challenges and bold ambitions to empower, enable and support the whole health system to improve the health of all the population and to deliver high quality care.

To support our impact goals our trustees have approved an exciting governance strategy that looks beyond the processes and drives forwards innovations in our governance, ethical, environmental and inclusion work. As part of the governance team this role ensures that, as well as delivering a strong and compliant governance foundation, we are able to effectively support the transformation of our organisation.

### About the Role

Good governance is fundamental to our success as a membership organisation and registered charity. Strong and effective governance ensures that the organisation is well managed: it helps to foster a culture of integrity, it improves accountability, and it promotes the highest standards. Principally, the post fulfils the role of board secretary, fulfilling all administrative duties required to service the board and committee meetings. The post holder is also responsible for providing expert advice to the chair and chief executive to ensure the NHS Confederation follows effective, transparent and accountable charity and corporate governance procedures which comply with the good practice and fulfil charity and statutory requirements.

# Responsibilities

## To act as Board secretary:

- Deliver the Confederation's governance and board secretarial functions, including coordinating board and committee meetings, ensuring that work is conducted in accordance with agreed processes and legal timescales, and actions are followed up.
- Deliver a clear annual plan for the board and its committees, ensuring effective planning and preparation for board meetings as well as demonstrating an ability to deal with urgent and ad hoc priorities as and when they occur.
- Provide sound advice, insight and support to the chair of the board, subsidiary board, and chairs of subcommittees, helping to ensure that the board, subsidiary and committees function efficiently and effectively.
- Support the chair of the Confederation in achieving best practice in leading the trustees, not least through coordinating individual and board reviews in line with the board development strategy.
- Coordinate trustee recruitment, appointments, inductions, skills audits and succession planning, ensuring these are in line with the provisions in the Articles of Association and best practice.
- Support good information flows within the board and its subsidiary and committees, and between senior management and trustees, including co-ordinating the chair and chief executive regular reports to the board, and acting as conduit for communication to trustees.
- Liaise with external regulators (Companies House and the Charity Commission) and advisers, such as lawyers and auditors where appropriate, ensuring statutory returns are submitted in a timely manner, including trustee/director appointments and resignations, annual return and confirmation statements.
- Manage the day-to-day administration of the charity, including statutory records and registers.

## To act as guardian of the core governance documents and policies:

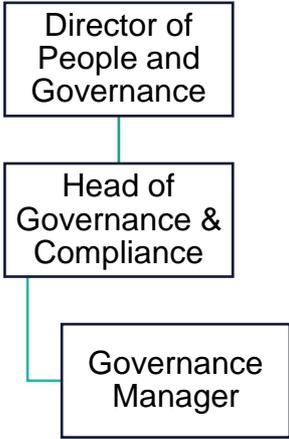
- Act as guardian of the Confederation's core governance documents, including but not limited to the Articles of Association, Byelaws, Terms of Reference, and Scheme of Delegation, and governance policies and ensure they remain fit for purpose and are adhered to.
- Oversee the organisation's corporate policies register, ensuring that policies are reviewed and approved in accordance with the corporate framework and acting as a key corporate champion with staff to ensure that corporate policies are easily accessible, understood and adhered to.
- Ensure the register of interests for the board of trustees, directors of the subsidiary company, independent committee members and the group executive is monitored and maintained in accordance with the Conflicts of Interest policy.
- Manage the reporting of gifts and hospitality, and compliance with the Gifts and Hospitality policy across the organisation.

## To support governance development:

- Support the wider governance team and Chair of the Confederation in delivering the governance strategy, achieving best practice governance and applying the Charity Governance Code. This will involve identifying improvement opportunities and leading on a governance and policy development projects .
- Provide advice and support to staff members who coordinate networks and boards within the Confederation, ensuring best practice governance and consistency is applied across the organisation.

- Support the wider governance team in delivering team objectives around governance, ethics, risk and compliance, as delegated by the Director of People and Governance and/or Head of Governance and Compliance.

## Structural Chart



## Person Specification

### Essential criteria

1. Substantial experience of working to support governance and substantial experience of servicing senior level boards and committees, ideally in the charity sector (or if not, a good understanding of charity governance)
2. Excellent written business English, record keeping, minute writing, proof reading, editing and document formatting skills and writing concise reports.
3. Excellent and pragmatic judgement and decision making on providing high quality advice to the chair and senior leaders on governance matters
4. Leading by example - adhering to and promoting the organisation's values and standards for equality, diversity and inclusion and appropriately challenging others if they fall short.
5. Being outcomes focussed and able to project manage and prioritise your work and competing demands, and support the wider team, in achieving common goals.
6. A strong and supportive team player with the ability to be flexible in response to shared team priorities and supporting colleagues in developing their understanding of governance.
7. Excellent customer care and relationship management skills that will enable you to build trusting and mutually supportive relationships across the organisation.

### Desirable criteria

1. Experience of working within complex organisations with multiple stakeholders
2. An understanding and interest in wider ESG, risk and compliance issues facing charities
3. Governance Institute or equivalent qualification