|  |  |
| --- | --- |
| **Role** | **Head of Corporate Governance – Job Description** |
| **Version** | **3** |
| **Author** | **Azra Kirkby - CEO** |
| **Date** | **2nd May 2023** |

**Head of Corporate Governance – Job Description**

Reporting to the CEO, the Head of Corporate Governance Secretary is responsible for management and co-ordination of governance, risk, board and committee functions, trustee management, DSAR and information governance, insurances and other relevant functions as required.

**Purpose of Role**

* Ensure that Board & Committee meetings run smoothly and efficiently, and positive feedback is received from Trustees on the quality of service provided. This role also includes the company secretary responsibilities in addition to wider governance responsibilities.
* To be responsible for the management of actions arising from Board & Committee meetings and that all actions are properly communicated and appropriately closed down.
* To oversee and assess the impact of legislative and regulatory developments affecting the organisation, assisting and developing solutions as appropriate to meet the needs of the organisation.
* To work with Trustees, senior management team and staff throughout the organisation to ensure emerging legislation / regulation is appropriately actioned and provide assessment of progress made to the relevant Committees and the Board.
* To provide support to Board members including training arrangements and facilitating Board visits to services and general communications on behalf of the Board.
* To be responsible for providing governance expertise which complies at all times with current, legal, regulatory and governance requirements.
* To be responsible for co-ordinating the continued development of the governance framework, charity code, housing code, risk management framework, annual governance statement and relevant housing legislation.
* Support the development of local service risk registers and business continuity plans working with operational manager colleagues to ensure processes are in place for risk identification, assessment and reporting.
* To ensure the timely completion of the Annual Report and other Board & committee documents and publications.
* To ensure St Anne’s has effective information governance and to manage the DSAR process and IG process.
* To support the role with other functions as required.

**Key Responsibilities**

**The Board**

* To ensure that the Board & Committees follow due process including good information flows within the Board and their Committees and between senior management, ensuring Board & committee papers are received by members according to a timetable agreed by the Board.
* Liaising with the Chair and Trustees to ensure that the Board and its Trustees operate effectively.
* To ensure Board decisions are recorded accurately and action points are followed up within agreed deadlines. This will include responsibility for the production of accurate and timely Board and Committee minutes.
* To co-ordinate the actions required as identified in the Governance framework relating to the induction and training of Board members, working with the Chair and CEO on the appropriate areas for updating and ensuring that induction and training sessions are arranged to cover requirements.
* To maintain and update the list of Board member visits to services, including the feedback on services.
* To plan and coordinate the Board meetings schedule ensuring that all the appropriate agenda items in line with the annual cycle of Governance.
* To arrange the Annual General Meeting as required, ensuring that all appropriate documentation and requirements are met.
* To support the Chief Financial Officer in the production of the Annual Report.
* The key point of contact for all matters relating to regulators and external legal advisers as required.
* To ensure appropriate insurances are in place to protect the organisation and its trustees.

**Governance Functions**

* To work with the CEO and Chair in co-ordinating the review of St Anne’s Constitution and providing support to the Chair of each of St Anne’s Committees.
* Provide advice and support to the Senior Information Responsible Officer (SIRO) on the development and implementation of St Anne’s Information Governance submissions and compliance with the GDPR and the Data Protection Act 2018.
* To be the first point of contact with regulators and responsible for filing accurate and timely reports and returns to the Housing regulator (Homes England), the Charity Commission and Companies House as required.
* Lead the maintenance of the register of interests in accordance with statutory requirements, guidance and local policy.
* Lead maintenance of St Anne’s management of conflicts of interest processes.
* Manage the running of Governance Committees ensuring the distribution of agendas, meeting papers and minutes.
* Develop and lead the annual governance work programme to ensure that St Anne’s Body meets all statutory, regulatory and legislative duties.
* To maintain, develop and streamline where appropriate the risk management practices including but not limited to: Governance Framework, Corporate Risk Register, Datix Risk Reporting and Risk Management Framework.
* To provide advice and support to all levels of the Organisation on risk management.
* To ensure all governance policies are updated appropriately by the relevant teams.
* To lead on relevant serious incident trackers and ensure appropriate communication with outside authorities/regulators as appropriate.
* Working alongside colleagues, to lead on and develop a trustees training purpose that meets the need of St Anne’s.
* Lead on management of Internal Audit Tracker.
* To manage GDPR breaches alongside the SIRO and Caldicott Guardian and to ensure appropriate external reporting.

**Communication**

* Maintain and make available for inspection, as appropriate, documentation including registers of interests, the Constitution, annual reports and accounts, auditor’s reports, and other relevant information relating to the business of the Board;
* Manage day-to-day relationships with a portfolio of key internal and external stakeholders, acting as a first point of contact on all matters associated with corporate governance; this will involve liaise with the Business Development manager who is responsible for communications and marketing.
* Prepare key documents and presentations for presentation to the Board & relevant committees in relation to Governance.
* To promote the importance of good corporate governance throughout the organisation.
* Put in place effective systems to plan, update, manage and maintain the organisation’s governance databases and all associated processes;
* To oversee and assess the impact of legislative and regulatory developments affecting the organisation, assisting and developing solutions as appropriate to meet the needs of the organisation.
* Develop and present governance and risk reports to the relevant Committees and Board providing information, analysis and suggested improvements;

**Behaviours**

* To lead by example and uphold and embody our values at all times.
* To demonstrate a positive commitment to equality and diversity
* St Anne’s is committed to diversity and inclusion of staff and service users. All staff are required to demonstrate their commitment to these policies in their day-to-day work and to treat others with dignity and respect at all times.

**Terms & Conditions**

* Enhanced DBS Disclosure
* 37.5 hours per week, although hours to be undertaken to perform the role.
* Appointments are subject to satisfactory completion of a 6-month probationary period.
* St Anne’s provides membership of a Group Personal Pension Scheme (currently through Scottish Widows) in line with auto enrolment.
* St Anne’s has recognition agreements with UNISON and RCN.
* Your attention is drawn to the fact that St Anne’s has a ‘No Smoking’ policy for staff at all its establishments.
* Many of St Anne’s Clients smoke and from a Health & Safety point there is a risk of passive smoking. If any applicant suffers from a condition which may be affected by smoke, they should discuss this aspect at interview.
* All staff must comply with and uphold St Anne’s policies.
* All staff are expected to demonstrate a commitment to the mission and values of St Anne’s and be prepared to contribute towards its strategic objectives and adhere to St Anne’s policies and procedures.
* All staff must they complete all mandatory training and CPD requirements for their role.