**Together for Children - Sunderland**

**Non-Executive Director Finance Role and Person Specification**

**Background to the Board of Directors**

The company’s Board will consist of a number of Executive Directors (3) and Non-Executive Directors (6) comprising the following:

* A chair (appointed by the Secretary of State, in consultation with the Council, as a non-executive director during the period of statutory direction.);
* Three executive directors from the company’s executive management team (including the company’s Chief Executive);
* Three non-executive directors with collective knowledge and expertise across children’s services, public services, business development and other relevant areas plus appropriate local knowledge and sensitivity; and
* Two other non-executive directors (e.g. members and/or officers) appointed by the Council.

The Board operates at a strategic level and is the responsible body for the performance, achievement and overall direction of the company. More specifically, the Board:

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| * Establishes and models the values and culture
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| * Is accountable for the company’s performance:
* Outcomes for children and young people; and
* Management of resources (staff, budgets, equipment).
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| * Sets policy for:
* Service improvements and developments;
* Financial investments; and
* Operational management, including financial and staffing.
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| * Is responsible for ensuring that the company fulfils its legal and contractual obligations.
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## The role of a Non-Executive Director Finance

Non-Executive Director Finance plays a key role in ensuring there is effective governance and leadership at Board level. They contribute to the work of the Board, both by actively participating in Board discussions and decision making and more widely, contributing to the Board’s governance, performance management and development of strategy for the company. Board members, including the Non-Executive Directors, are required to represent the company locally, regionally and nationally, developing and maintaining excellent relationships with a range of key partners and stakeholders including the Council (as a customer under its services contract), schools, other councils, Government, health organisations, and partners in the delivery of high quality and value for money services to children and their families.

Non-Executive Directors contribute across a range of specific areas, including: the development of strategy for the future success of the company; ensuring that we – including the Board – listen to the views of children, families, schools, and the public; ensuring we identify and manage risks appropriately; ensuring that the company models its values of transparency, empowerment, and putting children first.

**Person specification for a Non-Executive Director Finance**

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| Personal qualities and skills* Demonstrable passion for improving opportunities and outcomes for children;
* Strong interpersonal and relationship building skills;
* A strategic thinker able to clearly express their view verbally and in writing;
* A commitment to the company’s values and public service nature;
* Capacity to commit the necessary time to fulfil the role.
* Suitable qualification, eg Charted Director, FT NED Diploma, Company Secretarial qualifications.
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| Experience (4 of 7)* An understanding of complex, industry wide, regulated systems and processes.
* Experience of senior management in a large and complex organisation.
* Experience and strong professional knowledge of children’s services.
* Experience and strong professional knowledge in a public sector organisation.
* Experience and strong knowledge of corporate governance.
* Sound understanding of financial management, company accounts and budgetary control.
* A level of local knowledge of Sunderland.
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## Terms of appointment

The Non-Executive Director Finance will be appointed for a fixed term up to March 2020, with the potential for re-appointment by the Member(s) of the company at the end of that term.

Non-Executive Director Finance is anticipated to commit to approximately up to 15 days per year, including attendance at six scheduled Board meetings together with any further Board or committee meetings that may be arranged, and to undertake particular work on behalf of the Board from time to time as required.

You shall be remunerated on a fixed rate per day basis; the remuneration is £495 /day (index linked) and this is set by the Council.

The initial appointment of Non-Executive Director Finance shall be subject to the prior approval of Full Council.

Please note that the company will not become fully operational until 1st April 2017 (i.e. the service commencement date under the proposed services contract with the Council). Prior to this date, it is intended that the Board will operate in “shadow form” whilst the relevant children’s services remain part of the Council to firstly oversee and influence on an informal basis the management of the service’s management team and the delivery of the transferring services during this interim period and to then approve the necessary set-up arrangements prior to 1st April.

Subject to the provisions of the company’s articles (from time to time) and the powers set out therein, the company shall have the right to terminate the appointment of any non-executive director through the provision of three months’ notice in writing (save in the case of a breach by the director of its obligations in which case the company shall have the right to terminate the appointment forthwith by notice). In the event of a termination of a director’s appointment in accordance with the above, the company shall not be liable in any circumstance for any loss of office or otherwise or for any other direct or indirect losses, costs or expenses arising out of or in connection with such termination.

A director must provide a minimum of three months’ notice in writing to the company of any notice of resignation.

## Qualification criteria

Non-Executive Director Finance must:

* Be aged 18 or over;
* Not be the subject of a bankruptcy order or an interim order or entered into a composition with his/her creditors generally in satisfaction of his/her debts;
* Be eligible to be a company director under the provisions of the Companies Acts and not be disqualified from being a company director; and
* Not have been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence.
* Provide a satisfactory enhanced DBS disclosure.