

**NES Board Accountability, Role and Responsibilities**

**January 2021**

**Board Member Appointment Process**

Board members are appointed by Scottish Ministers following a fair, open and transparent appointments process that is regulated by the Commissioner for Public Appointments in Scotland. OCPAS was established to create and regulate the process by which people are appointed to the Boards of many of Scotland’s public bodies. Appointments are made in accordance with the requirements of the Commissioner’s Code of Practice.

Scottish Ministers particularly welcome applications from people from protected groups, including women, disabled people, those from minority ethnic communities and people aged under 50.

All public appointments are governed by the overriding principle of selection based on merit. Individuals selected are those who have demonstrated that they best match the skills, knowledge and personal qualities required for the appointment in question. All appointments are advertised, and it is open to anyone who considers they have the appropriate skills and knowledge to apply.

**Board Role and Accountability**

The role of the Board of any public body is to provide strategic leadership, direction, support and guidance for the body and promote commitment to its core values, policies and objectives. Boards are appointed by, and are accountable to, Scottish Ministers and are required to work within the policy framework set by the Scottish Government. Specifically, the NES Board:

* sets strategic direction, defines annual and longer-term objectives and agrees plans to achieve them
* ensures that plans and performance are responsive to staff and stakeholder needs
* oversees the delivery of planned results by monitoring performance against objectives
* ensures effective financial stewardship
* ensures high standards of governance and conduct throughout the NES organisation
* appoints, appraises and remunerates senior executives

**Board Responsibilities**

In line with the NHS Scotland Blueprint for Good Governance the NES Board responsibilities are as follows:

**Chair**

The Chair is personally responsible for:

* Leadership of the Board, ensuring that it effectively delivers its functions in accordance with the organisation’s corporate governance arrangements.
* Appointing Board Members to Standing Committees, and other roles within the NHS Board and partner organisations.
* Keeping the organisation’s governance arrangements and the Board’s effectiveness under review.
* Setting the agenda, format and tone of Board activities to promote effective decision making and constructive debate.
* Developing the capability and capacity of the Board by advising on the appointment of Board Members; appraisal and reporting on their performance; identifying appropriate training and development opportunities; and ensuring effective succession planning is in place.
* Providing performance management and development opportunities for the Chief Executive.
* Representing the organisation in links with Ministers, the Scottish Parliament and other key stakeholders. (Dual responsibility with the Chief Executive.)

**Vice-Chair**

In addition to that of a normal Board Member, the role of the Vice Chair is to:

* Deputise for the Chair as required in any of their duties.
* Chair key Committees.
* Provide support and assistance to the Chair in carrying out their responsibilities.
* Act as a ‘sounding board’ and ‘critical friend’ to the Chair, Board Members and members of the Executive Team.
* Provide an alternative route for other Board Members to raise issues or concerns if they are unable to do so with the Chair. This is an important part of the checks and balances within governance and accountability and is analogous to the role of Senior Independent Governor recommended in the UK Code of Corporate Governance.

**Board Members**

Board Members are personally responsible for:

* Ensuring the Board keeps focus on developing and maintaining its strategic direction in order to deliver the Scottish Government's policies and priorities.
* Providing effective scrutiny, challenge, support and advice to the Executive Leadership Team on the delivery of the organisation’s aims, objectives, standards and targets.
* Contributing to the identification and management of strategic and operational risks.
* Bringing independence, external perspectives and impartial judgement to the business of the Board to support evidence-based, well-informed and risk assessed decision making at Board meetings.
* Upholding the highest standards of integrity and probity and acting in accordance with the principle of collective and corporate responsibility for Board decisions. (No member is appointed on a representative basis for any body or group.)
* Undertaking ongoing personal development activities.
* Understanding and promoting diversity and equality.
* Engaging with stakeholders, including service users, the public, managers and staff.
* In addition to discharging the above responsibilities, Board Members may also be required to support the business of the Board by chairing committees and meetings.
* These responsibilities apply to all Board Members, including Non-Executive, Executive and Stakeholder Members.

**Chief Executive**

In addition to their responsibilities as a Board Member, the Chief Executive is personally responsible for:

* Developing the policies, strategies and plans required to deliver the organisation’s purpose and ambition.
* Building the organisational capability and capacity necessary to deliver the agreed outcomes and objectives.
* Leadership of change where required to improve services, including development of joint working with other organisation involved in the delivery of health and social care on a local, regional and national basis.
* Leadership and day-to-day management of the organisation and its staff, ensuring the Board’s decisions are implemented and the organisation’s aims, objectives, standards and targets are met.
* Proper management of public funds and for ensuring the regularity, propriety and value for money in the management of the organisation. Accountability for this function is directly to the Scottish Parliament under Section 15 of the Public Finance and Accountability (Scotland) Act 2000.
* Introducing an appropriate management structure and recruiting, training and developing an Executive Leadership Team that will deliver an appropriate and effective leadership and management approach for the organisation.
* Representing the organisation in links with Ministers, the Scottish Parliament and other key stakeholders. (Dual responsibility with the Chair.

**Executive Leadership Team**

Members of the Executive Leadership Team are personally responsible for:

* Providing advice and support to the Board to assist in the development of strategies and policies to deliver the Scottish Government’s priorities.
* Developing strategic and operational delivery plans and processes to implement the Board’s decisions.
* Monitoring progress towards aims, objectives, performance standards and targets for service delivery and providing the Board with appropriate information on performance, expenditure, issues, risks and successes.
* Developing the organisation’s capability and capacity to meet the Board’s current and future expectations.

**Board Secretary**

The Board Secretary is personally responsible for:

* Leading the continuous development and implementation of the Board’s corporate governance system, providing expert advice and support to the Chair, Chief Executive, Board Members and other stakeholders on governance matters as required.
* Providing advice and guidance to ensure the Board acts within its legal authority and statutory powers and that its Members comply with the Ethical Standards in Public Life (Scotland) Act (2000) and the Model Code of Conduct for Members of Devolved Public Bodies (2014).
* Ensuring that Board business is conducted in a spirit of openness and transparency.
* Managing the administrative and secretarial support to the Board and other appropriate governance Committees to deliver effective administration support to Board business.
* Providing personal support and guidance to the Chair and Chief Executive and managing the business of their private office, including the handling of Parliamentary Questions and enquiries from Ministers and other elected representatives.