

# Roles & Responsibilities: Non-Executive Directors

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**Money &  
Pensions  
Service**

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### **This document should be read in conjunction with:**

- The MaPS Board Terms of Reference
- The code of conduct for Board Members of Public Bodies
- The Nolan Principles
- Relevant DWP and HMT documentation such as any Memorandum of Understanding, Accounting Officer delegations and Managing Public Money.

## Non-Executive Directors

### Overall Purpose

The Non-Executive Directors are responsible for providing appropriate oversight, governance and direction to the Money and Pensions Service (MaPS) in pursuit of its statutory objectives.

### Main Duties and Responsibilities

#### A. Strategy Oversight

1. Oversee the creation and sign off of an effective strategy to deliver the statutory objectives
2. Ensure there is an effective governance structure to deliver the strategy and the implementation of Board decisions
3. Ensure there is an effective process to monitor the delivery of the strategy and performance against its' key performance indicators and to hold the Chief Executive to account for delivery
4. Ensure there is an effective process to assess emerging risks and structural developments which require a strategic response

#### B. Executive Oversight

1. Support and advise DWP in appointing the MaPS Chief Executive
2. Support and advise DWP in setting compensation for the MaPS Chief Executive

3. Set and monitor an effective performance management process for the Chief Executive
4. Ensure there is an effective succession planning process for the Chief Executive and their direct reports

#### C. Risk, Assurance and Compliance Oversight

1. Ensure that MaPS complies with its statutory requirements, MoUs, Managing Public Money, Cabinet Office controls, Terms of Reference and any other applicable legislation and regulations
2. Maintain the mandatory services as defined in the relevant statute(s)
3. Maintain the financial viability of MaPS, using resources effectively, controlling and reporting on financial affairs in accordance with the requirements set out by the DWP
4. Establish and monitor effective integrated risk management, assurance and compliance frameworks. These should identify and manage all risks relevant to MaPS and provide the Board with assurance that the organisation is

managing its' compliance with all regulations. These should also be monitoring delivery partners against contract or grant terms, ensuring the Board is kept informed through timely and relevant information

5. Establish and monitor an appropriate reporting and engagement framework for ensuring all relevant stakeholders, partners and oversight bodies are appropriately informed and can discharge their responsibilities

#### D. Culture Oversight

1. Promoting equality, diversity and inclusion in the treatment of all employees, external partners and customers
2. Ensuring there is a clear framework for communicating the MaPS values and monitoring adherence of employees to these values

#### E. Other

1. Uphold the required standards of integrity and propriety adhering to the Nolan Principles, and the Code of Conduct of Board members of Public Bodies
2. Safeguarding the good name and reputation of MaPS

- Clear understanding and acceptance of the duties of a MaPS Non-Executive Director
- Sufficient time and commitment to fulfil the role
- Well-developed interpersonal and communication skills
- Previous experience at Board or senior executive level or equivalent

#### Desirable:

- Relevant professional experience and technical knowledge

#### Activities

1. Participate in and where appropriate attend Board, Board committee and other ad hoc meetings as required to discharge responsibilities
2. Participate in induction and ongoing training
3. Contribute to performance review process for Directors and the Board
4. Participate in relevant individual and Board performance appraisals and attend any required additional training

#### Qualities

##### Essential:

- Ability to understand complex strategic issues, analyse and resolve them
- Familiarity with good governance practices and monitoring performance against key performance indicators

## MaPS Chair

### Overall Purpose

The Chair has responsibility for managing the Board to discharge its responsibilities and for ensuring the Board has the appropriate mix of skills, experience and resources to effectively discharge these responsibilities.

The Chair also has responsibility for representing MaPS to the relevant ministers and key external stakeholders.

### Specific duties in addition to those laid out for the Non-Executive Directors

#### A Strategy Oversight

- Lead the strategy dialogue with ministers and key external stakeholders

#### B Executive Oversight

- A. Provide support and guidance to the Chief Executive
- B. Lead on managing the performance management process for the Chief Executive

#### C Management of Board

1. Ensure the effective application of the appraisal and performance process in relation to the Non-Executive Directors
2. Ensure the effective application of the Board effectiveness review process
3. Work with the governance team to ensure the material for the Board facilitates effective decision making
4. Work with DWP to ensure effective recruitment and succession planning for the Board

#### D Representation of MaPS

1. Advise the Secretary of State on matters relating to MaPS
2. Lead and represent MaPS to appropriate external stakeholders as specified in the stakeholder engagement process

## Senior Independent Director (SID)

### Overall Purpose

The principal role of the Senior Independent Director (SID) is to support the Chair, where necessary acting as an intermediary for the other Non-Executive Directors.

### Additional Specific Roles

- A. Lead the oversight and appraisal process of the Chair, including seeking views from other Board members.
- B. Act where necessary as a conduit for the views of the Non-Executives to the Chair or other relevant oversight bodies such as DWP and HMT.
- C. Act as the Chair of the Board and Nomination Committee in the absence of the Chair or where the Chair is conflicted.

## Board Committee Chairs

### Overall Purpose

The principle role of a Board Committee Chair is to manage the committee in a manner which effectively discharges its responsibilities as laid out in its terms of reference.

### Additional Specific Roles:

- A. Chair committee meetings in an effective manner
- B. Ensure the committee engages with the board and Executives in an appropriately open and transparent manner providing timely and relevant information
- C. Work with the governance team to ensure the committee process is effectively managed
- D. Participate in the annual effectiveness review and act on its recommendations

### Essential Qualities

Chairs of Board committees may be required to hold specific qualifications or have relevant experience e.g. Accounting qualification or HR experience