

# Chest Heart & Stroke Scotland: Governance Review Tender Document

## Background

The CHSS Board and Executive Team have identified a need to review our governance processes, policies and practice to ensure:

- Compliance with charity law and OSCR regulation
- Adherence to best practice where it fits with our aims
- A clear approach to governance that enables strong decision making and that fits the needs of the charity
- An approach that encompasses Board, Executive Team and management level decision making

## Chest Heart & Stroke Scotland

Our mission is to improve the quality of life for people in Scotland affected by chest, heart and stroke illness, through meeting the unmet social, emotional and physical needs within our communities, research, influencing public policy, providing advice and information and delivering high quality support services with health and social care partners.

In 1899 the major conditions - tuberculosis (TB), hypothermia, scarlet fever - were still our main killers. By far the biggest threat came from TB, commonly known as consumption. In Scotland alone 7,000 people died annually of the disease and it was against this background that the National Association for the Prevention of Tuberculosis (NAPT) was formed in 1899. For fifty years the charity raised public health campaigns, developed sanatoria and clinics and supported individual patients and their families.

By 1948 the death rate from 'the white plague' had been reduced by nearly two-thirds. Meanwhile, the NAPT broadened its scope, incorporating other chronic chest diseases such as bronchitis. In recognition of these developments, the charity changed its name, becoming the Chest and Heart Association in 1948, and taking on stroke in 1976.

In 1991 we became known as Chest Heart & Stroke Scotland (CHSS). This progression reflects the major changes in Scotland's health problems over the past century. Where once infectious diseases were the main killers, today we suffer from amongst the world's highest rates of heart disease, stroke and chronic respiratory illness.

## Challenges

CHSS is in the midst of developing and delivering actions that will support our new strategy – the New Ambition. The charity has seen three CEOs within three years. The new CEO has been in place for five months and the current Chair of the Board will retire in May. The charity is undergoing significant change and our governance needs to reflect and support this. The Board is large and length of service is a challenge. Decision making can sometimes be slower than is needed and our ability to track decision making needs to be stronger. We have not invested in Board or Executive Team governance training or development in any significant way over the last ten years.

## Outputs and Outcomes

The Board and Executive Team have agreed the following:

### Outputs

- An analysis of the current position including the processes, policies and culture of the governance arrangements of the organisation
- A set of tools, for example templates that we can easily deploy to improve our governance
- Recommendations on how to ensure our governance meets our legal and regulatory responsibilities
- Recommendations on the best practice that could be adopted to improve our governance beyond compliance

### Outcomes

- Governance compliance
- Decision making that is open and transparent, with accountability at the heart
- A Board and Executive Team that has an in-depth understanding of their roles and responsibilities relating to governance
- A Board and Executive Team that can take well informed decisions within a more reasonable timescale
- Confidence that our decision making would stand up to scrutiny – both in terms of compliance and in terms of having a clear direction and impact

### Timeframe

The Board has signalled they would like to see a first report by July 2018 and a final set of recommendations by September 2018.

### Articles of Association

Our current Articles of Association are available on request, as is the membership of the Board and Executive Team.

### Tender process

Invitations to tender for a governance review are invited with a submission date of **Friday 13<sup>th</sup> April**. In preparation of a submission the Chief Executive can take an informal call to discuss any background information you may feel you require.

Submissions should be sent to:

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