

To: Shadow Integration Joint Board

On: 20th March, 2015

Report by: Chief Officer Designate and Director of Finance & Resources,
Renfrewshire Council

Heading: Procedural Standing Orders for Meetings of the Shadow
Integration Joint Board

1. Summary

- 1.1 The purpose of this report is to seek approval for procedural standing orders to govern the arrangements for and procedure at meetings of the Shadow Integration Joint Board.
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2. Recommendation

- 2.1 The Shadow Integration Joint Board is asked to approve the Procedural Standing Orders forming the Schedule to this report.
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3. Background

- 3.1 The Standing Orders attached to this report comprise a detailed set of rules which it is intended will regulate the conduct of meetings of the Shadow Board. Although the Standing Orders may appear overly complex for the operation of the Shadow Board, the intention is that the Standing Orders will be able to be adopted by the Integration Joint Board once it has been formally constituted for its meetings with only minor amendments.
- 3.2 The main features of the Standing Orders are:-

- (a) The membership of the Shadow Joint Board and the period of membership is explained;
- (b) There are rules around the appointment of the Chair and Vice Chair and the roles of those office bearers;
- (c) There is provision made for at least five meetings per year and how those meetings are called;
- (d) The quorum for Board meetings is one half of voting members provided both the Health Board and the Council are represented. This is a requirement in the legislation;
- (e) Rules regarding the conduct of meetings are provided;
- (f) The Standing Orders make it clear that the intention is for decisions to be made by consensus. However, voting is also provided for;
- (g) In line with the relevant legislation, the Chair does not have a casting vote;
- (h) The Standing Orders explain the codes of conduct that are applicable to shadow board members and how conflicts of interest should be dealt with: and
- (i) The Standing Orders provide for meetings to be generally open to the public and for the publication of minutes and agendas.
- (j) The Clerk to the meetings will be the Council's Head of Corporate Governance of Renfrewshire Council or a person authorised by him to undertake that role

Implications of the Report

- 1. **Financial** – none.
- 2. **HR & Organisational Development** – none.
- 3. **Community Planning** – none.
- 4. **Legal** – none
- 5. **Property/Assets** – none.
- 6. **Information Technology** – none.
- 7. **Equality & Human Rights** - The recommendations contained within this report have been assessed in relation to their impact on equalities and human rights. No negative impacts on equality groups or potential for infringement of individuals' human rights have been identified arising from the recommendations contained in the report. If required following implementation, the actual impact of the recommendations

and the mitigating actions will be reviewed and monitored, and the results of the assessment will be published on the Council's website.

8. **Health & Safety** – none.
9. **Procurement** – none.
10. **Risk** – none.
11. **Privacy Impact** – none.

List of Background Papers –

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RENFREWSHIRE SHADOW INTEGRATION JOINT BOARD

STANDING ORDERS FOR MEETINGS

1 General

- 1.1 Renfrewshire Shadow Integration Joint Board (“the shadow IJB”) comprises of voting representatives from two separate legal bodies being NHS Greater Glasgow and Clyde (“the NHS Board”) and Renfrewshire Council (“the Council”), together with non-voting advisory representatives.
- 1.2 Any statutory provision, regulation or direction issued by the Scottish Ministers relating to the organisation or conduct of meetings of shadow IJBs shall have precedence if they are in conflict with the Standing Orders.

2 Membership

- 2.1 Membership of the shadow IJB shall comprise eight Voting Members which includes four persons nominated by the NHS Board, and four persons appointed by the Council plus non-voting representatives drawn from health and social care professionals, employees, the third sector, service-user(s), and carer(s).
- 2.2 The term of office of Members of the shadow IJB shall be for a period of up to three years, which may encompass transfer of membership to the substantive Integration Joint Board, as enabled by the Public Bodies (Joint Working) (Scotland) Act 2014. The period of membership of the Shadow Board will not count towards the period of membership of the substantive Integration Joint Board
- 2.3 The Health Board and the Council will not be able to remove shadow IJB Members that are drawn from each other’s organisations, so the NHS Board may not remove a councillor who has been chosen to serve as a Member by the Council and the Council may not remove a non-executive director who has been chosen to serve as a Member by the NHS Board.
- 2.4 Where the NHS Board or the Council remove a shadow IJB Member, they should nominate a new Member at the earliest opportunity. The ability of the NHS Board and Council to remove members includes all Members including the Chair and the Vice chair. The NHS Board and the Council are not required to provide reasons for removing a Member and can do so at any time but must provide the Member with one month’s notice of the decision.
- 2.5 Where a Member resigns or otherwise ceases to hold office, the person appointed in his/her place shall be appointed for the unexpired term of the Member they replace.
- 2.6 On expiry of a Member’s term of appointment the Member shall be eligible for re-appointment provided that he/she remains eligible and is not otherwise disqualified from appointment.
- 2.7 Any Member appointed to the shadow IJB who ceases to fulfil the requirements for membership in any substantive Integration Joint Board, enabled by the Public Bodies (Joint Working) (Scotland) Act 2014, or as detailed in the Integration Scheme approved by the Scottish Ministers shall be removed from membership on the commencement of these substantive integration arrangements.

- 2.8 A Member of the shadow IJB may resign his/her membership at any time during their term of office by giving notice to both the NHS Board's Head of Board Administration and the Council's Head of Corporate Governance. The resignation shall take effect from the date notified in the notice or on the date of receipt if no date is notified.
- 2.9 If a Member has not attended three consecutive Ordinary Meetings of the shadow IJB, the NHS Board or the Council shall, by giving notice in writing to that Member, remove that person from office unless the NHS Board or the Council - are satisfied in respect of their nominated Member that :-
- (i) The absence was due to illness or other reasonable cause; and
 - (ii) The Member will be able to attend future Meetings within such period as the NHS Board or Council respectively consider reasonable.
- 2.10 The acts, meetings or proceedings of the shadow IJB shall not be invalidated by any defect in the appointment of any Member.
- 2.11 If a Voting Member is unable to attend a meeting of the Board, the constituent authority which nominated the member is to use its best endeavours to arrange for a suitably experienced proxy, who is either a councillor or, as the case may be, a member of the Health Board, to attend the meeting in place of the Voting Member. A proxy attending a meeting in such circumstances may vote on decisions put to that meeting.
- 2.12 If a member who is not a Voting Member is unable to attend a meeting, that member may arrange for a suitably experienced proxy to attend the meeting.
- 2.13 A proxy attending a meeting may not preside over that meeting in place of the Chair or Vice Chair.

3 Chair

- 3.1 The first Chair of the shadow IJB shall be from the body not employing the shadow IJB's interim Chief Officer Designate, with the Vice-Chair from the body employing the Chief Officer Designate. The Chair and Vice – Chair posts shall rotate every two years between the NHS Board and Council, with the Chair being from one body and the Vice-Chair from the other.
- 3.2 The Vice-Chair may act in all respects as the Chair of the shadow IJB if the Chair is absent or otherwise unable to perform his/her duties.
- 3.3 At every meeting of the shadow IJB the Chair, if present, shall preside. If the Chair is absent from any meeting the Vice-Chair, if present, shall preside. If both the Chair and the Vice-Chair are absent, a chair shall be appointed from within the voting members present for that meeting.

4 Powers, Authority and Duties of Chair and Vice-Chair.

- 4.1 The Chair shall amongst other things:-
- (i) Preserve order and ensure that every Member has a fair hearing;
 - (ii) Decide on matters of relevancy, competency and order, and whether to have a recess during the meeting, having taken into account any advice offered by the interim Chief Officer or other relevant officer in attendance at the meeting;

- (iii) Determine the order in which items on the agenda are considered and when speakers can be heard;
 - (iv) Ensure that due and sufficient opportunity is given to Members who wish to speak to express their views on any subject under discussion;
 - (v) If requested by any Member ask the mover of a motion, or an amendment, to state its terms;
 - (vi) Maintain order and at his/her discretion, order the exclusion of any member of the public who is deemed to have caused disorder or misbehaved;
- 4.2 The decision of the Chair on all matters within his/her jurisdiction shall be final. However, on all matters on which a vote may be taken Standing Order 9.4 applies. This means that where there is equality of voting the Chair does not have a second or casting vote.
- 4.3 Deference shall at all times be paid to the authority of the Chair. When he/she speaks, the Chair shall be heard without interruption and Members shall address the Chair while speaking.

5 Meetings

- 5.1 The shadow IJB shall meet at such place and such frequency as may be agreed by the shadow IJB, but not less frequently than five times within each financial year.
- 5.2 The Chair may convene Special Meetings if it appears to him/her that there are items of urgent business to be considered. Subject to paragraph 6.1 below, such Meetings will be held at a time, date and venue as determined by the Chair. If the Office of Chair is vacant, or if the Chair is unable to act for any reason the Vice-Chair may at any time call such a Meeting.
- 5.3 If the Chair refuses to call a meeting of the shadow IJB after a requisition for that purpose specifying the business proposed to be transacted, signed by at least two thirds of the whole number of Members, has been presented to the Chair or if, without so refusing, the Chair does not call a Meeting within seven days after such requisition has been presented, those Members who presented the requisition may forthwith call a meeting provided no business shall be transacted at the Meeting other than specified in the requisition.
- 5.4 The Clerk for each meeting shall be the Council's Head of Corporate Governance or such other person authorised by the Clerk to perform that function.
- 5.5 The Chair, in consultation with the Clerk may require that arrangements are made (for example by using video conferencing facilities) that would enable members to either attend the meeting or also to participate in the meeting despite not being present with other members in the place specified for the meeting.

6 Notice of Meeting

- 6.1 Before every meeting of the shadow IJB a Notice of the Meeting, specifying the time, place and business to be transacted, shall be delivered to every Member or sent by post to the usual place of residence of such Members or delivered by electronic means so as to be available to them at least five clear days before the meeting. Members may opt in writing addressed to the interim Chief Officer to have Notice of Meetings delivered to an alternative address. Such Notice will remain valid until rescinded in writing. Lack of service of the Notice on any Member shall not affect the validity of a Meeting.
- 6.2 In the case of a meeting of the shadow IJB called by Members in default of the Chair, the Notice shall be signed by those Members who requisitioned the Meeting.
- 6.3 At all Ordinary or Special Meetings of the shadow IJB, no business other than that on the Notice calling the Meeting shall be discussed or adopted except where by reason of special circumstances, which shall be specified in the Minutes, the Chair is of the opinion that the item should be considered at the meeting as a matter of urgency.

7 Quorum

- 7.1 No business shall be transacted at a meeting of the shadow IJB unless there are present, and entitled to vote both Council and NHS Board representatives and at least one half of the whole number of Members of the shadow IJB entitled to vote.
- 7.2 If there are insufficient voting members present after 15 minutes of the start time given in the Notice calling the meeting an adjournment will take place and no business will be transacted. The Clerk shall minute the reason for the adjournment.

8 Conduct of Business

- 8.1 The names of the Members present (both Voting and Non-Voting) shall be recorded. Members who intimate their apologies for their non-attendance at a Board meeting to the Clerk before the meeting shall have their apologies recorded in the minute.
- 8.2 Only Voting members may propose or second a motion or amendment.
- 8.3 Any Member desiring to propose a motion or amendment shall state precisely the terms of his/her motion or amendment to enable the Chair to rule as to its competency or relevancy. Any motion or amendment which the Chair has ruled as incompetent or irrelevant shall not be recorded in the minutes.
- 8.4 Before any discussion takes place a motion or amendment must be duly seconded and any motion or amendment which is not seconded shall fall and will not be recorded in the minutes.
- 8.5 The Chair may require that any motion or amendment shall be put in writing.
- 8.6 No Member shall move or second more than one motion or amendment upon a particular issue.

- 8.7 A motion or amendment contrary to a decision of the Council shall not be competent within six months of that decision unless the chairperson is satisfied that due to a material change in circumstances that was not apparent at the time the decision was made, it would be reasonable for the original decision to be altered or superseded. Any proposed change must include an explanation setting out the material change of circumstances that has occurred.

9 Decisions of the Board

- 9.1 Members will endeavour to reach consensus on all matters raised at meetings.
- 9.2 In the event that a vote is required all questions coming or arising before the Board shall be decided by a majority of the voting members present and entitled to vote on the question.
- 9.3 Voting shall be by a show of hands or, at the discretion of the Chairperson by roll call.
- 9.4 In the case of an equality of votes the Chairperson or any other Voting Member shall not have a second or casting vote. If the members still wish to pursue the issue voted on the Chair may either adjourn consideration of the matter to the next meeting of the Board or to a special meeting of the Board to consider the matter further or refer the matter to dispute resolution as provided for in the Integration Scheme. Otherwise, the matter shall fall.
- 9.5 Where there is a temporary vacancy in the voting membership of the Board, the vote which would be exercisable by a member appointed to that vacancy may be exercised jointly by the other members nominated by the relevant constituent authority.

10 Minutes

- 10.1 Minutes of the proceedings of each meeting of the Board or a committee of the Board, including any decision made at that meeting are to be drawn up by the Clerk and submitted to the next ensuing meeting of the Board or committee for agreement after which they must be signed by the person presiding at that meeting.

11 Committees

- 11.1 The shadow Board may establish committees of its members for the purpose of carrying out such of its functions as the Board may determine.
- 11.2 When the shadow Board establishes a committee under Paragraph 11.1, it shall appoint the person to act as the Chair of that committee.

12 Codes of Conduct and Conflicts of Interest

- 12.1 Voting Members of the shadow IJB appointed by the NHS shall subscribe to and comply with both the Standards in Public Life - Code of Conduct for Members of Devolved Public Bodies and those appointed by the Council shall subscribe to and comply with the Councillors Code of Conduct and Guidance made in respect thereto respectively, which are incorporated into the Standing Orders. All members who are not already bound by the terms of either Code shall be obliged before taking up membership, to agree in writing to be bound by the terms of the Code of Conduct for Members of Devolved Public Bodies.

- 12.2 If any Member has a financial or non-financial interest as defined in the Councillors' Code of Conduct or the Code of Conduct of Members of Devolved Public Bodies and is present at any Meeting at which the matter is to be considered, he/she must as soon as practical, after the Meeting starts, disclose that he/she has an interest and the nature of that interest and if he/she is precluded from taking part in consideration of that matter.
- 12.3 If a Member or any associate of theirs has any pecuniary or any other interest direct or indirect, in any Contract or proposed Contract or other matter and that Member is present at a Meeting of the shadow IJB, that Member shall disclose the fact and the nature of the relevant interest and shall not be entitled to vote on any question with respect to it. A Member shall not be treated as having any interest in any Contract or matter if it cannot reasonably be regarded as likely to significantly affect or influence the voting by that Member on any question with respect to that Contract or matter.
- 12.4 A Member who has an interest in service delivery may participate in the business of the shadow IJB, except where they have a direct and significant interest in a matter, unless the shadow IJB formally decides and records in the Minutes of the Meeting that the public interest is best served by the Member remaining in the Meeting and contributing to the discussion. During the taking of a decision by the shadow IJB on such matter, the Member concerned shall absent him/herself from the Meeting.
- 12.5 Where the Code requires an interest, acceptance of a gift or hospitality to be registered, or an amendment to be made to an existing entry, this shall be notified to the Chief Officer Designate in writing within one month of the interest, acceptance of a gift or hospitality or change arising. A declaration of any gifts or hospitality received by a shadow IJB member relates to their capacity as a Member of the shadow IJB.
- 12.6 The Chief Officer Designate (or authorised nominee) shall be responsible for maintaining the Registers of Interests, Gifts and Hospitality and for ensuring they are available for public inspection at the principal offices of the shadow IJB at all reasonable times. The Register shall include information on:
- (i) the date of receipt of every notice;
 - (ii) the name of the person who gave the notice which forms the entry in the Register; and,
 - (iii) a statement of the information contained in the notice, or a copy of, that notice.

13 Adjournment of Meetings

- 13.1 A meeting of the shadow IJB may be adjourned by a motion, which shall be moved and seconded and put to the meeting without discussion. If such a motion is carried by a simple majority of those present and entitled to vote, the meeting shall be adjourned to another day, time and place specified in the motion.
- 13.2 The Chair may adjourn a meeting for a period not exceeding ten minutes to seek advice without the need for a motion for adjournment.

14 Amendment and Suspension of Standing Orders

- 14.1 The shadow IJB may amend, vary or revoke any of these standing orders by a simple majority of the members present and voting for that purpose, provided the agenda for the meeting at which the proposal is to be considered clearly states the extent of the proposed repeal, addition or amendment.
- 14.2 Any one or more of the Board's standing orders may be suspended on a duly seconded motion, incorporating the reasons for suspension, if carried by a majority of Members present and voting.

15 Disclosure of Information

- 15.1 No Member or Officer shall disclose to any person any information which falls into the following categories:-
- (i) Confidential information within the meaning of Section 50(a)(2) of the Local Government (Scotland) Act 1973.
 - (ii) The full or any part of any document marked "not for publication by virtue of the appropriate paragraph of Part 1 of Schedule 7A of the Local Government (Scotland) Act 1973.
 - (iii) Any information regarding proceedings of the shadow IJB from which the Public have been excluded unless or until disclosure has been authorised by the Council or the NHS Board or the information has been made available to the Press or to the Public under the terms of the relevant legislation.
- 15.2 Without prejudice to the foregoing no Member shall use or disclose to any person any confidential and/or exempt information coming to his/her knowledge by virtue of his/her office as a Member where such disclosure would be to the advantage of the Member or of anyone known to him/her or which would be to the disadvantage of the shadow IJB, the Council or the NHS Board.

16 Recording or Proceedings

- 16.1 No sound, film, video tape, digital or photographic recording of the proceedings of any Meeting shall be made without the prior approval of the shadow IJB.

17 Admission of Press and Public

- 17.1 Subject to the extent of the accommodation available and subject to the terms of the Public Bodies (Admissions to Meetings) Act 1960 and Sections 50A and 50E of the Local Government (Scotland) Act 1973, Meetings of the shadow IJB shall be open to the public. The Chief Officer Designate shall be responsible for giving public notice of the time and place of each Meeting of the shadow IJB by posting on the websites of constituent bodies not less than five clear days before the date of each Meeting.
- 17.2 Members of the public may, at the Chair's sole discretion, be permitted to address the Shadow IJB or respond to questions for Members of the IJB, but shall not generally have a right to participate in the debate at IJB Meetings.
- 17.3 Nothing in this Standing Order shall preclude the Chair from requiring the removal from a meeting of any person or persons who persistently disrupts the proceedings of a meeting.