

Report To: Shadow Integration Joint Board **Date:** 28 May 2015
Report By: Head of Legal & Property Services **Report No:** LP/083/15
Contact Officer: Vicky Pollock **Contact No:** 01475 712180
Subject: Health and Social Care Integration
Standing Orders for Meetings of the Shadow Integration Joint Board

1.0 PURPOSE

- 1.1 The purpose of this report is to seek approval for procedural Standing Orders to govern the conduct of meetings of the Shadow Integration Joint Board (Shadow IJB)

2.0 SUMMARY

- 2.1 Given the nature of the Shadow IJB, it is appropriate that it has its own Standing Orders to govern the conduct of its meetings which are more aligned to those Standing Orders which will come into operation once the Inverclyde Integration Joint Board is formally established.
- 2.2 The proposed Standing Orders regarding the operation of the Shadow IJB are attached at appendix 1 to this report.

3.0 RECOMMENDATIONS

- 3.1 It is recommended that the Shadow Integration Joint Board approves the proposed Standing Orders detailed in appendix 1 of this report as the Standing Orders to govern the conduct of meetings of the Shadow Integration Joint Board.

Gerard Malone
Head of Legal & Property Services

4.0 BACKGROUND

- 4.1 At its meeting of 19 February 2015, Inverclyde Council delegated authority to the Head of Legal and Property Services, in consultation and liaison with representatives from Greater Glasgow and Clyde NHS Board to draft governance documents to regulate the procedure and business of the Shadow IJB.
- 4.2 The Standing Orders attached at appendix 1 to this report consist of a detailed set of rules which will govern the conduct and procedure of meetings of the Shadow IJB.
- 4.3 In order to prepare for full integration, the Standing Orders have been drafted to encompass as much of the substantive provisions of the relevant regulations and orders governing full integration as possible. The intention is that the Standing Orders will be able to be adopted by the Inverclyde Integration Joint Board to govern its meetings once it has been formally established with only minor amendments.

5.0 STANDING ORDERS

- 5.1 The main features of the Standing Orders are:-
 - The membership of the Shadow IJB and period of membership are explained.
 - Rules governing the appointment of the Chair and Vice Chair are explained.
 - Provision is made for the appointment of named proxy voting members.
 - The quorum of the Shadow IJB is one half of voting members provided both the Health Board and the Council are represented. This is a requirement of the legislation.
 - Rules regarding the conduct of meetings are stated.
 - It is made clear that the intention is for decisions to be made by consensus. Provisions are however made for voting.
 - The Chair does not have a casting vote. This is a requirement of the legislation.
 - The codes of conduct applicable to Shadow IJB members and how conflicts of interest should be dealt with are explained.
 - Meetings are to be generally open to the public and provision is made for the publication of minutes and agendas.

6.0 PROPOSALS

- 6.1 It is proposed that the Shadow IJB approves the Standing Orders forming appendix 1 to this report.

7.0 IMPLICATIONS

Finance

- 7.1 None

Financial Implications:

One off Costs

Cost Centre	Budget Heading	Budget Years	Proposed Spend this Report	Virement From	Other Comments
N/A					

Annually Recurring Costs/ (Savings)

Cost Centre	Budget Heading	With Effect from	Annual Net Impact	Virement From (If Applicable)	Other Comments
N/A					

Legal

- 7.2 The proposals within this report comply with legislation relating to the governance of both the Council and the Health Board. A common set of Standing Orders as closely aligned to the provisions which will govern full integration is required to regulate the meetings of the Shadow IJB.

Human Resources

- 7.3 None

Equalities

- 7.4 None

Repopulation

- 7.5 None

8.0 CONSULTATIONS

- 8.1 The Interim Chief Officer of the Inverclyde Health and Social Care Partnership has been consulted in the preparation of this report.
- 8.2 The proposed Standing Orders have been subject to consultation with representatives from Greater Glasgow and Clyde NHS Board.

9.0 LIST OF BACKGROUND PAPERS

- 9.1 N/A

INVERCLYDE SHADOW INTEGRATION JOINT BOARD

STANDING ORDERS FOR MEETINGS

INVERCLYDE SHADOW INTEGRATION JOINT BOARD
STANDING ORDERS FOR MEETINGS

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1. General

- 1.1 Inverclyde Shadow Integration Joint Board ("the Shadow IJB") comprises voting representatives from two separate legal bodies being (a) a Sub-Committee of the Greater Glasgow and Clyde NHS Board ("the Board"); and (b) Inverclyde Council ("the Council") together with non-voting advisory representatives.
- 1.2 Any statutory provision, regulation or direction issued by the Scottish Ministers relating 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 ("Voting Members"), plus non-voting representatives drawn from health and social care professionals, employees, the third sector, service-user(s), and carer(s) ("Non-Voting Members"). For the avoidance of doubt, any reference to "Member" or "Members" throughout these Standing Orders includes both Voting Members and Non-Voting Members.
- 2.2 The term of office of Members of the Shadow IJB (except the Chief Officer Designate, Chief Social Work Officer and Chief Finance Officer Designate who will retain membership for as long as they hold office) shall be for a period of 3 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 IJB will not count towards the period of membership of the substantive Integration Joint Board.
- 2.3 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.
- 2.4 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.
- 2.5 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.
- 2.6 A Member of the Shadow IJB (except the Chief Officer Designate, Chief Social Work Officer and Chief Finance Officer Designate) may resign his/her membership at any time during their term of office by giving notice to both the Board's Head of Board Administration and the Council's Head of Legal and Property Services (or any successors thereof). The resignation shall take effect from the date notified in the notice or on the date of receipt if no date is notified.
- 2.7 If a Member of the Shadow IJB has not attended three consecutive Ordinary Meetings of the Shadow IJB, the Board or the Council for their nominated Member shall, by giving notice in writing to that Member, remove that person from office unless the Board or the Council are satisfied in respect of their nominated Member that:
- (a) the absence was due to illness or other reasonable cause; and
 - (b) the member will be able to attend future Meetings within such period as the Shadow IJB consider reasonable.
- 2.8 Named Proxy Members for Voting Members of the Shadow IJB may be appointed by the constituent authority which nominated the Voting Member. The appointment of such Proxies will be subject to the same rules and procedures for Members. Proxies shall receive papers for meetings of the Shadow IJB but shall be entitled to vote at a meeting only in the absence of the principal Member they represent. If the Chair or Vice-Chair is unable to attend a meeting of the Shadow IJB, any Proxy Member attending the meeting may not preside over that meeting.

2.9 If a Non-Voting Member is unable to attend a meeting of the Shadow IJB, that Non-Voting Member may arrange for a suitably experienced Proxy to attend the meeting.

2.10 The acts, meetings or proceedings of the Shadow IJB shall not be invalidated by any defect in the appointment of any Member.

3. Chair and Vice-Chair

3.1 The first Chair of the Shadow IJB shall be a Council appointee and the Vice-Chair shall be a Board appointee. The Chair and Vice-Chair posts will rotate every two years between the Board and the 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.

3.4 If a Proxy Member is appointed as proxy for the Chair or the Vice-Chair, the person so appointed shall have no right to assume the role of Chair or Vice-Chair.

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

The Chair shall amongst other things:-

- (a) Preserve order and ensure that every Member has a fair hearing;
- (b) 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 Legal Officer or Clerk present at the Meeting;
- (c) Determine the order in which speakers can be heard;
- (d) Ensure that due and sufficient opportunity is given to Members who wish to speak to express their views on any subject under discussion;
- (e) If requested by any Member ask the mover of a motion, or an amendment, to state its terms;
- (f) 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;

3.6 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 15(iii) applies. This means that where there is equality of voting the Chair does not have a second or casting vote.

3.7 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 any Member currently speaking shall allow the Chair to speak without interruption.

3.8 Members shall address the Chair while speaking.

4. Meetings

- 4.1 The Shadow IJB shall meet at such place and such frequency as may be agreed by the Shadow IJB.
- 4.2 The Chair may convene Special Meetings if it appears to him/her that there are items of urgent business to be considered. 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.
- 4.3 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 voting 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. Notice of Meetings

- 5.1 Except in the case of urgency, all Meetings of the Shadow IJB will be called by Circular containing the Agenda of the Meeting not less than seven clear working days before the date of the Meeting.
- 5.2 Before every Meeting of the Shadow IJB a Notice of the Meeting, specifying the time, place and business to be transacted at it shall be delivered by electronic means to every Member or sent by post to the usual place of residence of such Members 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.
- 5.3 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.
- 5.4 At all Ordinary or Special Meetings of the Shadow IJB, no business other than that on the Agenda 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.

6. Quorum

- 6.1 No business shall be transacted at a Meeting of the Shadow IJB unless there are present, and entitled to vote at least one half of the whole number of Members of the Shadow IJB entitled to vote. In addition to this, there must be a Member from each of the Council and the Board in attendance.
- 6.2 If, within ten minutes after the time appointed for the commencement of a meeting of the Shadow IJB, a quorum is not present, the meeting shall stand adjourned until such date and time as may be fixed. The Clerk shall minute the reason for the adjournment.

7. Codes of Conduct and Conflicts of Interest

7.1 Members of the Shadow IJB shall subscribe to and comply with both the Standards in Public Life - Code of Conduct for Members of Devolved Public Bodies and Councillors Code of Conduct and Guidance made in respect thereto which are deemed 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.

7.2 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.

7.3 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.

7.4 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. However, the Shadow IJB may formally decide and record 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.

8. Adjournment of Meetings

8.1 A Meeting of the Shadow IJB may be adjourned to another date, time or place by a motion being moved. Such a motion shall be 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.

9. Disclosure of Information

9.1 No Member or Officer shall disclose to any person any information which falls into the following categories:-

- Confidential information within the meaning of Section 50(a)(2) of the Local Government (Scotland) Act 1973.
- 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.
- 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 Board or the

information has been made available to the Press or to the Public under the terms of the relevant legislation.

- 9.2 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 Board.

10. Recording of Proceedings

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

11. Admission of Public and Press

- (a) Subject to the extent of the accommodation available and subject to the terms of Sections 50A and 50E of the Local Government (Scotland) Act 1973, Meetings of the Shadow IJB shall be open to the public. The interim Chief Officer 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.
- (b) Every Meeting of the Shadow IJB shall be open to the public but these provisions shall be without prejudice to the Shadow IJB's powers of exclusion in order to suppress or prevent disorderly conduct or other misbehaviour at a Meeting. The Shadow IJB may exclude or eject from a Meeting a member or members of the Public and Press whose presence or conduct is impeding the work or proceedings of the Shadow IJB.

12. Alteration, Deletion and Rescission of Decisions of the Partnership

- 12.1 Except insofar as required by reason of illegality, no motion to alter, delete or rescind a decision of the Shadow IJB will be competent within six months from the date of the decision, unless a decision is made prior to consideration of the matter to suspend this Standing Order in terms of Standing Order 13.

13. Suspension, Deletion or Amendment of Standing Orders

- 13.1 Any one or more of the Standing Orders in the case of emergency as determined by the Chair upon motion may be suspended, amended or deleted at any Meeting so far as regards any business at such Meeting provided that two thirds of the Voting Members of the Shadow IJB present and entitled to vote shall so decide. Any motion to suspend Standing Orders shall state the number or terms of the Standing Order(s) to be suspended.

14. Motions, Amendment and Debate

- (a) It will be competent for any Member of the Shadow IJB at a Meeting of the Shadow IJB to move a motion directly arising out of the business before the Meeting.
- (b) The mover of a motion or an amendment will not speak for more than ten minutes, except with the consent of the Shadow IJB. Each succeeding speaker will not speak for more than five minutes. When the mover of a motion or amendment has spoken for the allotted time he/she will be obliged to finalise speaking, otherwise the Chair will direct the Member to cease speaking and to resume his or her seat.
- (b) Subject to the right of the mover of a motion, and the mover of an amendment, to reply, no Member will speak more than once on the same question at any Meeting of the Shadow IJB except:-
- On a question of Order
 - With the permission of the Chair
 - In explanation or to clear up a misunderstanding in some material part of his/her speech.

In all of the above cases no new matter will be introduced.

- (d) The mover of an amendment and thereafter the mover of the original motion will have a right of reply for a period of not more than 5 minutes. He/she will introduce no new matter and once a reply is commenced, no other Member will speak on the subject of debate, except as provided for in Standing Order 14(c). Once these movers have replied, the discussion will be held closed and the Chair will call for the vote to be taken.
- (e) Amendments must be relevant to the motions to which they relate and no Member will be permitted to move more than one amendment to any motion, unless the mover receives no votes in support of the proposed amendment.
- (f) It will be competent for any Member who has not already spoken in a debate to move the closure of such debate. A vote will be taken, and if a majority of the Voting Members present vote for the motion, the debate will be closed. However, closure is subject to the right of the mover of the motion and of the amendment(s) to reply. Thereafter, a vote will be taken immediately on the subject of the debate.
- (g) Any Member may indicate his/her desire to ask a question or offer information immediately after a speech by another Member and it will be the option of the Member to whom the question would be directed or information offered to decline or accept the question or offer of information.
- (h) When a motion is under debate, no other motion or amendment will be moved except in the following circumstances: -
- to adjourn the debate in terms of Standing Order 8; or
 - to close the debate in terms of Standing Order 14(f).

- (i) A motion or amendment once moved cannot be altered or withdrawn unless with the consent of the majority of Voting Members.

15. Voting

- (i) Every effort shall be made by Members to ensure that as many decisions as possible are made by consensus.
- (ii) Only the four Members nominated by the Board and the four Members appointed by the Council shall be entitled to vote. Those members drawn from health and social care professionals, staff, the third sector, users, the public and carers as advisory members shall not be entitled to vote.
- (iii) Every question at a Meeting shall be determined by a majority of votes of the Voting Members present and who are entitled to vote on the question. In the case of an equality of votes the Chair 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 Shadow IJB or to a special meeting of the Shadow IJB to consider the matter further or refer the matter to dispute resolution as provided for in the Integration Scheme. Otherwise, the matter shall fall.

16. Minutes

- (i) The names of the Members (both voting and non-voting) and others present at a Meeting shall be recorded in the Minutes of the Meeting.
- (ii) The Minutes of the proceedings of a Meeting, including any decision or resolution made by that Meeting, shall be drawn up and submitted to the next ensuing Meeting for agreement by a person nominated by the interim Chief Officer, after which they will be signed by the person presiding at that Meeting. A Minute purporting to be so signed shall be received in evidence without further proof.
- (iii) Minutes of the Meetings shall be submitted to the Council and the Board by the interim Chief Officer at the same time as they are circulated to Members of the Shadow IJB.

17. Suspension and Disqualification

- 17.1 Any Member of the Shadow IJB may on reasonable cause shown be suspended from the Shadow IJB or disqualified from taking part in any business of the Shadow IJB in circumstances specified for Board appointed nominees by the Board, and for Council appointed nominees by the Council.

18. Committees and Working Groups

- 18.1 The Shadow IJB may establish any Sub-Committee or Working Group as may be required from time to time but each Working Group shall have a limited time span as may be determined by the Shadow IJB.
- 18.2 The Membership, Chair, remit, powers and quorum of any Sub-Committee or Working Group will be determined by the Shadow IJB.
- 18.3 A Sub-Committee or Working Group does not have any delegated powers to implement its findings and will prepare a Report for consideration by the Shadow IJB
- 18.4 Agendas for consideration at a Sub-Committee or Working Group will be issued by electronic means to all Members no later than two days (not including Saturday and Sunday) prior to the start of the Meeting.