

**Board Meeting:** 24 September 2020

**Subject:** Standing Orders



**Recommendation:** Board members are asked to:

Discuss and Note	
Discuss and Approve	X
Note for Information only	

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## 1 Background

DL(2019)24 NHS Boards – Standing Orders was published on 13 December 2019. The DL advised of a new Standing Orders template which was developed for use by all NHS Scotland Health Boards.

The template has been approved by the National Corporate Governance Steering Group. This group was established, following the introduction of the 'Blueprint for Good Governance' in February 2019, to review current corporate governance practices within NHS Boards. One of the areas identified for review was the production of model Standing Orders which reflect best practice.

As part of this review the National Board Secretaries Group created a new standardised template. NHS Scotland Boards are asked to adopt the new model Standing Orders template.

The attached Standing Orders were approved, subject to minor amendments at the Audit and Risk Committee in February 2020. Due to the preceding pandemic response and associated implementation of the agile governance model the standing orders update was paused. The amendments have now been made and the document is presented for Board approval.

## 2 Discussion

The Board Standing Orders have been reviewed against the model template which sets out the minimum requirements for NHS Boards to include.

In comparison to the model template, the current Board Standing Orders include additional regulations and fuller detail on a number of points.

Following consideration, it is recommended that the fuller content is retained and incorporates the model template requirements.

The attached draft paper outlines the proposed Board Standing Orders. The Standing Orders have been revised to reflect the required amendments and additions to align with best practice.

The main amendments/additions to the document are as follows:

- a. NHS Golden Jubilee Branding updated.
- b. Where the model template duplicated a section of the current Board Standing Orders, only one reference has been included.
- c. Substantial additions to Standing Orders regarding Board Membership – Ethical Conduct (section 3), Role of the Vice-Chair (section 5), Calling and Notice of Board Meetings (section 7) and the Business of the Meeting (9).
- d. Board Membership (section 5.4) updated to include reference to current status which includes Chair, seven Non-Executive Directors, Chief Executive and six Executive Directors.
- e. Executive Directors titles updated and explicit reference to voting embers added (section 6.1.2)
- f. Minimum number of Board meetings is now specified, noting that the Board will meet at least six times per year (section 7.1).
- g. Quorum for Board meetings remains the same as previous version (section 8.11).
- h. Paragraph 9.25 removed: 'An officer who has been appointed formally by Board to act up for an Executive Director during a period of incapacity or temporarily to fill an Exec Director vacancy shall be entitled to exercise the voting rights of the Director'.
- i. Section 13.8 and 13.19 - Finance, Performance and Planning Committee added.
- j. Reference to National Health Plan and Local Health Plan replaced with Annual Operational Plan and Financial Plan (section 12.4.4)
- k. Board Standing Committee Terms of Reference (previously included as an Appendix to the Board Standing Orders) have been separated into a stand-alone document. This will allow straightforward updating if required.

### **3 Conclusion/Recommendation**

Board Members are asked to approve the attached Standing Orders.

**Colin Neil**  
**Director of Finance**  
**15 September 2020**

Prepared by Liane McGrath – Head of Corporate Governance