

**APPENDIX C**

**STANDING ORDERS**

**For**

**NHS SHEFFIELD CLINICAL COMMISSIONING GROUP**

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## SECTION A

### 1. INTERPRETATION AND DEFINITIONS FOR STANDING ORDERS, SCHEME OF RESERVATION AND DELEGATION AND PRIME FINANCIAL POLICIES

- 1.1 Save as otherwise permitted by law, at any meeting the Chair of the CCG shall be the final authority on the interpretation of Standing Orders (on which they should be advised by the Accountable Officer or Head of Governance and Planning).
- 1.2 Any expression to which a meaning is given in the National Health Service Act 2006, and other Acts relating to the National Health Service or in the Financial Regulations made under the Acts shall have the same meaning in these Standing Orders and Standing Financial Instructions and in addition the following definitions shall apply:

<i>"2006 Act"</i>	National Health Service Act 2006 as amended by the 2012 Act;
<i>"2012 Act"</i>	Health and Social Care Act 2012 (this Act amends the 2006 Act);
<i>"Audit and Integrated Governance Committee"</i>	The Committee of the CCG accountable to the Governing Body as set out at paragraph 6.6.5(a) of the Constitution;
<i>"Board"</i>	NHS England
<i>"Budget"</i>	Means a resource, expressed in financial terms, proposed by the Governing Body for the purpose of carrying out, for a specific period, any or all of the functions of the CCG.
<i>"Budget holder"</i>	Means the employee with delegated authority to manage finances (Income and Expenditure) for a specific area of the organisation

"CCG"	NHS Sheffield Clinical Commissioning Group
"CCGCOM"	South Yorkshire and Bassetlaw CCG Commissioning Network;
" <i>Chair of the Governing Body</i> "	The individual appointed by the CCG to act as chair of the Governing Body and to ensure that it successfully discharges its overall responsibility for the CCG as a whole. The expression "the Chair of the CCG" shall be deemed to include the Vice-Chair of the CCG if the Chair is absent from the meeting or is otherwise unavailable.
" <i>Chief Finance Officer</i> "	The qualified accountant employed by the CCG with responsibility for financial strategy, financial management and financial governance

<p><i>"Accountable Officer"</i></p>	<p>Means the <b>Accountable Officer</b> as defined under paragraph 12 of Schedule 1A of the 2006 Act (as inserted by Schedule 2 of the 2012 Act), appointed by the NHS Commissioning Board, with responsibility for ensuring the Group:</p> <ul style="list-style-type: none"> <li>• complies with its obligations under: <ul style="list-style-type: none"> <li>○ sections 14Q and 14R of the 2006 Act (as inserted by section 26 of the 2012 Act);</li> <li>○ sections 223H to 223J of the 2006 Act (as inserted by section 27 of the 2012 Act);</li> <li>○ paragraphs 17 to 19 of Schedule 1A of the NHS Act 2006 (as inserted by Schedule 2 of the 2012 Act); and</li> <li>○ any other provision of the 2006 Act (as amended by the 2012 Act) specified in a document published by the Board for that purpose; and</li> </ul> </li> </ul> <p>exercises its functions in a way which provides good value for money;</p>
<p><i>"Clinical Commissioning Group"</i></p>	<p>A body corporate established by the NHS Commissioning Board in accordance with Chapter A2 of Part 2 of the 2006 Act (as inserted by section 10 of the 2012 Act);</p>
<p><i>"Commissioning Executive Team" or "CET"</i></p>	<p>The advisory executive team to the Governing Body</p>
<p><i>"Commissioning"</i></p>	<p>Means the process for determining the need for and for obtaining the supply of healthcare and related services by the CCG within available resources.</p>

<p><i>"Committee or Sub-committee"</i></p>	<p>A committee or sub-committee created and appointed by either:</p> <ul style="list-style-type: none"> <li>• the membership of the CCG;</li> <li>• a committee / sub-committee created by a committee created / appointed by the membership of the CCG; or</li> <li>• a committee / sub-committee created / appointed by the Governing Body</li> </ul>
<p><i>"Conflicts of Interest Protocol"</i></p>	<p>The CCG's Protocol for managing conflicts of interest</p>
<p><i>"Constitution"</i></p>	<p>The CCG's constitution as amended from time to time in accordance with its terms</p>
<p><i>"Equality Act"</i></p>	<p>The Equality Act 2010;</p>
<p><i>"Financial Directions"</i></p>	<p>Means any and all Directions made by the Secretary of State from time to time which relate to financial entitlements and/or requirements</p>
<p><i>"Financial Year"</i></p>	<p>This runs from 1 April to 31 March;</p>
<p><i>"General Practitioner" or "GP"</i></p>	<p>A medical practitioner whose name is included in the General Practice Register kept by the General Medical Council who is either a Member or employed or engaged on a regular basis by Member(s) of the CCG</p>
<p><i>"Governing Body"</i></p>	<p>The body appointed under section 14L of the NHS Act 2006 (as inserted by section 25 of the 2012 Act), with the main function of ensuring that a clinical commissioning group has made appropriate arrangements for ensuring that it complies with:</p> <ul style="list-style-type: none"> <li>• its obligations under section 14Q under the NHS Act</li> </ul>

	<p>2006 (as inserted by section 26 of the 2012 Act); and</p> <ul style="list-style-type: none"> <li>• such generally accepted principles of good governance as are relevant to it;</li> </ul>
<i>"Governing Body Member"</i>	Any member appointed to the Governing Body of the CCG;
<i>"Healthcare Professional"</i>	An individual who is a member of a profession regulated by a body mentioned in section 25(3) of the National Health Service Reform and Health Care Professions Act 2002
<i>"Lay Member"</i>	A lay member of the Governing Body, appointed by the CCG. A lay member is an individual who is not a member of the CCG or a healthcare professional (i.e. an individual who is a member of a profession regulated by a body mentioned in section 25(3) of the National Health Service Reform and Health Care Professions Act 2002) or as otherwise defined in regulations;
<i>"Member"</i>	A provider of primary medical services to a registered patient list, who is a member of this CCG in accordance with paragraph 3.1 and Appendix B of the CCG's Constitution;
<i>"Officer"</i>	Means employee of the CCG or any other person holding a paid appointment or office with the CCG.
<i>"Officer Member"</i>	Means the following individuals who are appointed to the Governing Body: the Accountable Officer, the Chief Finance Officer, the Chief Operating Officer, the Chief Nurse and the Chief of Business Planning and

	Partnerships.
<i>"Public Sector Equality Duty"</i>	The duty set out in Section 149 of the Equality Act 2010;

<i>"Practice Representatives"</i>	An individual appointed by a practice (who is a Member of the CCG) to act on its behalf in the dealings between it and the CCG, under regulations made under section 89 or 94 of the 2006 Act (as amended by section 28 of the 2012 Act) or directions under section 98A of the 2006 Act (as inserted by section 49 of the 2012 Act);
<b>"Primary Care Commissioning Committee"</b>	the Committee of the CCG accountable to the Governing Body as set out at paragraph 6.6.5(d) of this Constitution;
<i>"Prime Financial Policies" or PFPs</i>	Means the main financial policies the CCG will adhere to. They are supported by "detailed financial policies".
<i>"Public Health Core Offer"</i>	The 'offer' from Sheffield City Council in relation to Public Health agreed through a Memorandum of Understanding between the City Council and the CCG, and which covers health care public health, health improvement and health protection areas of Public Health practice. An annual work plan will be agreed.
<i>"Quality Assurance Committee"</i>	The Committee of the CCG accountable to the Governing Body as set out at paragraph 6.6.5(c) of the Constitution and whose functions are concerned with the arrangements for the purpose of monitoring and improving the quality of healthcare for which the CCG has responsibility;
<i>"Registers of Interests"</i>	Registers a CCG is required to maintain and make publicly available under section 14O of the 2006 Act (as inserted by section 25 of the 2012 Act), of the interests of: <ul style="list-style-type: none"> <li>• the Members of the CCG;</li> </ul>

	<ul style="list-style-type: none"> <li>• the Governing Body Members;</li> <li>• the members of its Committees or sub-committees and Committees or sub-committees of its Governing Body; and</li> <li>• its employees;</li> </ul>
<i>"Remuneration Committee"</i>	The Committee of the CCG accountable to the Governing Body as set out at paragraph 6.6.5(b) in the Constitution;
<i>"SOs"</i>	Means Standing Orders
<i>"Vice-Chair"</i>	Means the Lay Member appointed by the Governing Body to take on the Chair's duties if the Chair is absent for any reason

## SECTION B – STANDING ORDERS

### 1. INTRODUCTION

- 1.1 These Standing Orders have been drawn up to regulate the proceedings of the NHS Sheffield Clinical Commissioning Group so that the CCG can fulfil its obligations, as set out largely in the 2006 Act, as amended by the 2012 Act and related regulations. They are effective from the date the CCG is established.
- 1.2 The Standing Orders, together with the CCG's scheme of reservation and delegation and the CCG's Prime Financial Policies, provide a procedural framework within which the CCG discharges its business. They set out:
- a) The arrangements for conducting the business of the CCG;
  - b) The procedure to be followed at formal meetings of the CCG, the Governing Body and any Committees or sub-committees of the Governing Body;
  - c) The process to delegate powers,
  - d) The declaration of interests and standards of business conduct.
  - e) The process for appointment of Governing Body Members.
- 1.3 **These arrangements must comply, and be consistent where applicable, with requirements set out in the 2006 Act (as amended by the 2012 Act) and related regulations and take account as appropriate of any relevant guidance**
- 1.4 The Standing Orders, scheme of reservation and delegation and Prime Financial Policies have effect as if incorporated into the CCG's Constitution. CCG Members, employees, Members of the Governing Body, members of the Governing Body's Committees and sub-committees and persons working on behalf of the CCG should be aware of the existence of these documents and, where necessary, be familiar with their detailed provisions. Failure to comply with the SOs, scheme of reservation and delegation and PFPs may be regarded as a disciplinary matter that could result in dismissal

### Statutory Framework

- 1.5 NHS Sheffield Clinical Commissioning Group is a statutory body which came into existence on 1 April 2013
- 1.6 The principal place of business of the CCG is 722 Prince of Wales Road, Darnall, Sheffield, S9 4EU.
- 1.7 As a statutory body, the CCG has specified powers to contract in its own name. The CCG also has statutory powers to fund projects jointly planned with local authorities, voluntary organisations and other bodies. The CCG is not exercising its power to appoint a Corporate Trustee. All funds received in Trust (charitable funds) by the CCG shall be held by Sheffield Hospitals Charitable Trust and related charities (SHCT) as Trustee and earmarked as such.
- 1.8 The CCG will also be bound by such other statutes and legal provisions which govern the conduct of its affairs.

### **NHS Framework**

- 1.9 In addition to the statutory requirements the Secretary of State through the Department of Health issues further directions and guidance. These are normally issued under cover of a circular or letter.
- 1.10 The Code of Practice on Openness in the NHS sets out the requirements for public access to information on the NHS.

### **Delegation of Powers**

- 1.11 The 2006 NHS Act (as amended by the 2012 Act) provides the CCG with powers to delegate CCG functions and those of the Governing Body to certain bodies such as Committees and certain persons and make arrangements for delegation.
- 1.12 The Governing Body has resolved that certain powers and decisions may only be exercised by the Governing Body in formal session. These powers and decisions are set out in the scheme of reservation and delegation and shall have effect as if incorporated into the Standing Orders. Those powers which it has delegated to Committees, sub committees and Officers are contained in the Scheme of Delegation.

## **2. CCG: COMPOSITION OF MEMBERSHIP, TENURE AND ROLE OF MEMBERS**

### **2.1 Composition of Membership**

- 2.1.1 Chapter 3 of the CCG's Constitution provides details of the membership of the CCG.

2.1.2 Chapter 6 of the CCG's Constitution provides details of the governing structure used in the CCG's decision-making processes, whilst Chapter 7 of the Constitution outlines certain key roles and responsibilities within the CCG and its Governing Body, including the role of Practice Representatives (section 7.1 of the Constitution).

## 2.2 Key Roles

2.2.1 Paragraph 6.6.2 of the CCG's Constitution sets out the composition of the CCG's Governing Body whilst Chapter 7 of the CCG's Constitution identifies certain key roles and responsibilities within the CCG and its Governing Body. These Standing Orders set out how the CCG appoints individuals to these key roles.

### 2.2.2 Chair

#### a) Nomination

One nomination from each of the four localities. Where there is more than one nomination, appointment would be by private ballot with a candidate having over 50% of the votes from the Governing Body Members present and voting at a meeting called in accordance with Paragraph 3.7 below. Each member eligible to vote may only vote for one candidate. If there is an equal vote between candidates, the voting will be re-opened. The returning officer for all election results is the Accountable Officer only. The Remuneration Committee will oversee the process

#### b) Eligibility

The individual must be a GP from a member practice, must meet the required competencies for the role as set out in paragraph 7.5 of the Constitution and in terms of the initial appointment have passed the national assessment centre for CCG Clinical Leaders.

#### c) Appointment process

Not applicable

#### d) Term of office

The Chair will be appointed for a term of office up to three years

**e) Eligibility for reappointment**

Post to be advertised before end of term of office. The post holder is eligible for reappointment as long as they still meet the eligibility criteria set out in paragraph 7.5 and continue to meet the requirements of the person specification and job role, and are re-elected by a vote of the Members as described in paragraph 3.7 Decision Making including Voting of the Governing Body.

**f) Grounds for removal from office**

On application of the disqualification criteria set out below, the Governing Body may remove the Chair from post immediately;

- i) If a receiving order is made against them or they make any arrangement with their creditors.
- ii) If in the opinion of the Governing Board (having taken appropriate professional advice in cases where it is deemed necessary) they become or are deemed to have developed mental or physical illness which prohibits or inhibits their ability to undertake their role.
- iii) If they cease to be a provider of primary medical services, or be engaged in or employed to deliver primary medical services with a member practice.
- iv) Where the level of competence is questioned and the vote indicated at least 67% of the Governing Body lacked confidence.

**g) Notice period**

The Chair must give at least 3 months' notice in writing to the Accountable Officer on behalf of the Governing Body.

**2.2.3 Locality GP representatives**

**a) Nomination**

As set out in paragraph 7.2 of the Constitution.

**b) Eligibility**

The individual must be a GP with a member practice in the relevant locality and meet the job description and person specification for the role previously approved by the Governing Body. They should not be disqualified from membership of a CCG under the 2012 Regulations.

**c) Appointment process**

- i) Request for nominations from the Governing Body
- ii) Completion of application documentation
- iii) Candidates will be formally assessed by an Assessment Panel, against a list of essential and desirable competencies drawn from relevant national guidance.
- iv) If more than one candidate meets the specified competencies an election will take place.
- v) Election by a simple majority of votes cast with one vote per member practice within each locality.
- vi) Should only one candidate meet the specified competencies or only four or fewer candidates apply, an election will not take place.
- v) Localities to confirm nomination to Governing Body

**d) Term of office**

Appointment will be for a term of office up to three years. Where a Locality Lead has an extended period of maternity leave, sickness absence or equivalent during their term of office, the Locality will be asked to nominate a representative to cover the Locality Lead position during the identified period and should meet the essential criteria for the role. Any nomination of an individual should be managed by the Locality in accordance with the Nolan Principles.

**e) Eligibility for reappointment**

The GP may be re-nominated by the relevant Locality as long as they continue to meet the eligibility criteria. Re-appointment is subject to approval by locality member practice.

**f) Grounds for removal from office by the Governing Body**

- i) If a receiving order is made against them or they make any arrangement with their creditors.
- ii) If in the opinion of the Governing Board (having taken appropriate professional advice in cases where it is deemed necessary) they become or are deemed to have developed mental or physical illness which prohibits or inhibits their ability to undertake their role.
- iii) If they cease to be a provider of primary medical services, or be engaged in or employed to deliver primary medical services with a Member practice in the Locality which they represent.
- iv) Where level of competence and performance is below agreed levels

**g) Notice Period**

The Locality GP representative must give at least 3 months' notice in writing to the Chair of the Governing Body.

**2.2.4 Elected GP representatives**

Representatives of member practices on the Governing Body, are subject to the following appointment process, which may be undertaken by an external body such as the LMC at the request of the electorate:

**a) Nomination**

The body conducting the election will write to all the eligible electorate seeking nominations. If it is subsequently discovered that the current list of eligible members is incomplete as a result of the body receiving incomplete information it shall not invalidate this process or any other element of the process described herein.

**b) Eligibility**

The individual must be a GP with a member practice and not disqualified from membership of a CCG under the 2012 Regulations. They must meet the person specification for the role approved by the Governing Body.

**c) Appointment process**

**i) Selection**

The purpose of selection is to identify the pool of potential candidates that have an acceptable level of knowledge, skill and experience to stand for election. The Job Description and Person Specification for the role will be used to make the assessment.

Candidates will be asked to complete an application form and attend an interview.

Assessment will be made on the basis of the person specification taking into account both the written application and interview.

Assessment will be made by a panel including external assessors with in-depth understanding of the clinical leadership role in commissioning and governance processes and an external GP leader with no local conflicts of interest.

The assessment panel will decide whether an individual can be put forward for election

**ii) Election process**

- All GPs that are successful in the selection process may put themselves forward for election.
- Where there is the same number or fewer candidates than there are vacancies appointment shall be automatic, otherwise an election shall be undertaken.
- Where there is more than one vacancy each GP on the electorate shall have 1 vote per vacancy.
- The electorate is as described in a) Eligibility above.
- Candidates will be given 2 weeks for a 'holding period' when they can promote themselves to the electorate.
- The election process shall be by secret ballot.

**d) Term of office**

Will be elected for a term of office up to three years

**e) Eligibility for reappointment**

GPs may put themselves forward for re-election as long as the eligibility criteria continue to be met.

**f) Grounds for removal from office**

- i) If a receiving order is made against them or they make any arrangement with their creditors.
- ii) If in the opinion of the Governing Board (having taken appropriate professional advice in cases where it is deemed necessary) they become or are deemed to have developed mental or physical illness which prohibits or inhibits their ability to undertake their role.
- iii) If they cease to be a provider of primary medical services, or be engaged in or employed to deliver primary medical services with a Member practice
- iv) Where level of competence and performance is below agreed levels
- v) Disqualification from membership of a CCG Governing Body under the 2012 Regulations.
- vi) Breach of the Nolan principles (as determined by majority vote of Governing Body members).

**g) Notice Period**

An elected GP representative must give at least 3 months' notice in writing to the Chair of the Governing Body, but immediately if the GP is removed from office on any of the grounds set out above.

Suspension from the Performers List or GMC register will result in an immediate review of the post holder's position on the Governing Body.

## 2.2.5 Lay Members

### a) Nomination

Not applicable

### b) Eligibility

Lay Members must have specific expertise, experience and knowledge as a member of the local community. Individuals will not be eligible if they are a serving civil servant within the Department of Health or member/employee of the Care Quality Commission or serving as a Chair or Non-executive of another NHS body if successfully appointed to the CCG. Lay Members should not be disqualified from membership of a CCG under the 2012 Regulations.

### c) Appointment process

Advertisement and application

### d) Term of office – up to 3 years

### e) Eligibility for reappointment

Lay Members may put themselves forward for re-appointment as long as eligibility criteria continue to be met. The process will be overseen by the Remuneration Committee.

### f) Grounds for removal from office

- i) Gross misconduct as defined in the CCG's disciplinary procedures including in breach of the Nolan principles.
- ii) Non-attendance at meetings (six in any 12 month period)
- iii) where level of competence and performance is below agreed levels
- iv) Disqualified from membership of a CCG Governing Body under the 2012 Regulations.
- v) Breach of Nolan principles (as determined by majority vote of the Governing Body members).

**g) Notice period**

At least 3 months' notice in writing to the Chair of the Governing Body, but immediately if removed from office on any of the grounds set out above.

**2.2.6 Accountable Officer**

**a) Nomination**

Not applicable

**b) Eligibility**

The individual must meet the required competencies of the role as set out in paragraph 7.7 of the Constitution and in terms of the initial appointment have successfully completed the national assessment process.

**b) Appointment process**

NHS England is responsible for appointing the Accountable Officer following nomination by the CCG.

Appointment will be by selection against Job Description and Person Specification. The Remuneration Committee will determine the detail of the process.

**c) Term of Office**

Substantive appointment

**v) Notice Period and Grounds for Removal from Office**

At least 3 months' notice in writing to the Chair of the Governing Body.

**2.2.7 Chief Finance Officer**

**a) Nomination**

Not applicable

**b) Eligibility**

The individual must meet the required competencies of the role as set out in paragraph 7.8 of the Constitution and in terms of the initial appointment have successfully completed the national assessment process.

**c) Appointment process**

Selection against job description and person specification. The Remuneration Committee will determine the detail of the process.

**d) Term of Office**

Substantive appointment

**e) Notice Period and Grounds for Removal from Office**

As set out within the Terms and Conditions of Employment for this post.

**2.2.8 Chief Nurse**

**a) Nomination**

Not applicable

**b) Eligibility**

The individual must be a suitably qualified registered nurse and have the relevant competencies as set out in the job description.

**c) Appointment process**

Selection against job description and person specification. The Remuneration Committee will determine the detail of the process.

**d) Term of Office**

Substantive appointment

**e) Notice Period and Grounds for Removal from Office**

As set out within the Terms and Conditions of Employment for the post.

**2.2.9 Secondary Care Specialist Doctor**

**a) Nomination**

Not applicable

**b) Eligibility**

Must be a suitably qualified doctor and have the relevant competencies as set out in the job description for the post.

**c) Appointment process**

- i) Selection against job description and person specification.
- ii) Panel competency assessment of applications
- iii) Interview and selection by a panel of the CCG against required competencies.

**d) Term of office**

For a period up to 3 years

**e) Eligibility for reappointment**

Post to be advertised before end of term of office. The post holder is eligible for reappointment as long as the eligibility criteria continue to be met.

**f) Grounds for removal from office**

- i) Gross misconduct in breach of the Nolan principles
- ii) Non-attendance at meetings (six in any 12 month period)
- iii) Where level of competence and performance is below agreed levels
- iv) No longer eligible to be a secondary care specialist member of a CCG Governing Body under the 2012 Regulations.
- v) Disqualified from membership of a CCG Governing Body under the 2012 Regulations.
- vi) Failure to meet eligibility criteria for role.

**g) Notice period**

3 months' notice in writing to the Chair of the Governing Body, but immediately if removed from office on any of the grounds set out above.

**2.2.10 Medical Director**

**a) Nomination**

Not applicable

**b) Eligibility**

The individual must be a GP and have all relevant competencies as set out in the job description.

**a) Appointment process**

Selection against job description and person specification. The Remuneration Committee will determine the detail of the process.

**b) Term of office**

Substantive appointment

**c) Grounds for removal from office**

As set out within the Terms and Conditions of Employment for the post.

**d) Notice period**

At least 3 months' notice to the Chair of the Governing Body.

**2.2.11 Chief Operating Officer and Chief of Business Planning and Partnerships**

**a) Nomination**

Not applicable

**b) Eligibility**

Must meet the required competencies and experience as set out in the relevant job descriptions.

**a) Appointment process**

Selection against job description and person specification. The Remuneration Committee will determine the detail of the process.

**b) Term of Office**

Substantive appointments

**c) Notice Period and Grounds for Removal from Office**

As set out within the Terms and Conditions of Employment

**2.2.12 Vice Chair of the Governing Body**

Paragraph 7.6 of the Constitution sets out arrangements for appointment of the Vice Chair who will be a Lay Member if the Chair is a clinician. Where the Chair of the CCG has died or has ceased to hold office, or where they have been unable to perform their duties as Chair owing to illness or any other cause, the Vice-Chair shall act as Chair until a new Chair is appointed or the existing Chair resumes their duties, as the case may be; and references to the Chair in these Standing Orders shall, so long as there is no Chair able to perform those duties, be taken to include references to the Vice-Chair.

**2.3 Joint Members**

Where more than one person is appointed jointly to a Governing Body Member's post.

- (a) Either or both of those persons may attend or take part in meetings of the Governing Body;
- (b) If both are present at a meeting they should cast one vote if they agree;
- (c) In the case of disagreements no vote should be cast;
- (d) The presence of either or both of those persons should count as the presence of one person for the purposes of Standing Order 3.6 Quorum.

**3. MEETINGS OF THE CCG and CCG's GOVERNING BODY**

**3.1 Calling meetings**

- (1) Arrangements for meetings of CCG Members are set out in paragraph 4.6 of the Constitution.

- (2) Ordinary meetings of the Governing Body shall be held at regular intervals at such times and places as the Governing Body may determine.
- (3) The Chair of the CCG may call a meeting of the Governing Body at any time.
- (4) One-third or more members of the Governing Body may requisition a meeting in writing. If the Chair refuses, or fails, to call a meeting within seven days of a requisition being presented, the members signing the requisition may forthwith call a meeting.

### 3.2 **Notice of meetings, agendas, supporting papers and business to be transacted**

- (1) Before each meeting of the CCG's Governing Body a written notice specifying the business proposed to be transacted shall be delivered to every member so as to be available to members at least five days before the meeting. Supporting papers, whenever possible, shall accompany the agenda, but will certainly be despatched no later than three days before the meeting, save in emergency.
- (2) In the case of a meeting called by members in default of the Chair calling the meeting, the notice shall be signed by those members.
- (3) No business shall be transacted at the meeting other than that specified on the agenda, or emergency motions allowed under Standing Order 3.8.
- (4) A member desiring a matter to be included on an agenda shall make his/her request in writing to the Chair at least 10 days before the meeting. The request should state whether the item of business is proposed to be transacted in the presence of the public and should include appropriate supporting information. Requests made less than 10 days before a meeting may be included on the agenda at the discretion of the Chair.
- (5) Agendas and certain papers for the CCG's Governing Body – including details about meeting dates, times and venues - will be published on the CCG's website

### 3.3 **Petitions**

Where a petition has been received by the CCG, the Chair shall include the petition as an item for the agenda of the next meeting of the Governing Body.

### 3.4 **Chair of meeting**

- (1) At any meeting of the CCG or its Governing Body the Chair if present, shall preside. If the Chair is absent from the meeting, the Vice-Chair, if present, shall preside.
- (2) If the Chair is absent temporarily on the grounds of a declared conflict of interest the Vice-Chair, if present, shall preside. If the Chair and Vice-Chair are absent, or are disqualified from participating, members present shall choose who shall preside.

### 3.5 **Chair's ruling**

The decision of the Chair of the Governing Body on questions of order, relevancy and regularity (including procedure on handling motions) and their interpretation of the Constitution, Standing Orders, scheme of reservation and delegation and Prime Financial Policies at the meeting, shall be final.

### 3.6 **Quorum of the Governing Body**

- (1) No meeting of the Governing Body shall be held without as a minimum two of the following: the Chair, Vice Chair, Accountable Officer and Chief Finance Officer present. If neither the Chair or Vice Chair is present, the meeting can proceed if a temporary Chair is elected from the remaining Governing Body Members.
- (2) No business shall be transacted at a meeting unless at least one-third of the whole number voting members is present. Paragraph 6.6.2 of the Constitution sets out the voting members of the Governing Body. In addition clinical Governing Body Members present will be in the majority
- (3) An Officer in attendance but without formal acting up status may not count towards the quorum.
- (4) If the Chair or other Governing Body Members have been disqualified from participating in the discussion on any matter and/or from voting on any resolution by reason of a declaration of a conflict of interest that person shall no longer count towards the

quorum. If a quorum is then not available for the discussion and/or the passing of a resolution on any matter, that matter may not be discussed further or voted upon at that meeting. Such a position shall be recorded in the minutes of the meeting. The meeting must then proceed to the next business. The position can be resolved by following the arrangements set out in paragraph 8.3 of the Conflicts of Interest Protocol incorporated into the Constitution as Appendix I.

- (5) For all other of the CCG's Committees and sub-committees, including the Governing Body's Committees and sub-committees, the details of the quorum for these meetings and status of representatives are set out in the appropriate terms of reference.

### 3.7 **Decision Making including Voting of the Governing Body**

Chapter 6 of the CCG's Constitution, together with the scheme of reservation and delegation, sets out the governing structure for the exercise of the CCG's statutory functions. Generally it is expected that at the CCG's and Governing Body's meetings decisions will be reached by consensus. Should this not be possible then a vote of members will be required, the process for which is set out below:

- (1) **Eligibility** Members who are eligible to vote are set out in paragraph 6.6.2 of the Constitution. A manager who has been formally appointed to act up for an Officer Member shall be entitled to exercise the voting rights of the Officer Member.
- (2) **Majority necessary to confirm a decision** - Save as provided in Standing Orders 3.9 - Suspension of Standing Orders every question put to a vote at a meeting shall be determined by a majority of the votes of members present and voting on the question. Members excluded due to a declared conflict of interest may not vote.
- (3) **Casting vote** - . In the case of an equal vote, the person presiding (ie: the Chair of the meeting) shall have a second, and casting vote.
- (4) **Dissenting views** – Should a vote be taken the outcome of the vote, and any dissenting views, must be recorded in the minutes of the meeting
- (5) At the discretion of the Chair all questions put to the vote shall be determined by oral expression or by a show of hands, unless the Chair directs otherwise, or it is proposed, seconded and carried that a vote be taken by paper ballot.
- (6) If at least one-third of the members present so request, the voting on any question may be recorded so as to show how each member present voted or did not vote (except when conducted by paper ballot).

- (7) In no circumstances may an absent member vote by proxy. Absence is defined as being absent at the time of the vote.
- (8) For all Governing Body's Committees and sub-committee, the details of the process for holding a vote are set out in the relevant terms of reference if appropriate and for the CCG's Members Council in paragraph 4.6 of the Constitution.

### **3.8 Emergency powers and urgent decisions**

Subject to the agreement of the Chair, a Governing Body Member may give written notice of an emergency motion after the issue of the notice of meeting and agenda, up to one hour before the time fixed for the meeting. The notice shall state the grounds of urgency. If in order, it shall be declared to the CCG Governing Body at the commencement of the business of the meeting as an additional item included in the agenda. The Chair's decision to include the item shall be final.

### **3.9 Suspension of Standing Orders**

- (1) Except where this would contravene any statutory provision or any direction made by the Secretary of State any one or more of the Standing Orders may be suspended at any meeting, provided that at least two-thirds of the whole number of the members of the Board are present (including at least one member who is an Officer Member of the CCG and one member who is not) and that at least two-thirds of those members present signify their agreement to such suspension. The reason for the suspension shall be recorded in the Governing Body's minutes. The Audit and Integrated Governance Committee shall review every decision to suspend Standing Orders
- (2) A separate record of matters discussed during the suspension of Standing Orders shall be made.
- (3) No formal business may be transacted while Standing Orders are suspended.

### **3.10 Record of Attendance**

The names and designation of all members present at meetings of the Governing Body and its Committees or Sub-committees will be recorded in the minutes of the relevant meetings.

### **3.11 Minutes**

The minutes of the proceedings of a meeting shall be drawn up and submitted for agreement at the next meeting where they shall be signed by the person presiding at it. Minutes shall be circulated in accordance with members' wishes. Where providing a record of a public meeting the minutes shall be made available to the public as required by the Code of Practice on Openness in the NHS.

### 3.12 **Admission of public and the press**

#### (1) **Admission and exclusion on grounds of confidentiality of business to be transacted**

The public and representatives of the press may attend meetings of the CCG's Governing Body, except where the Governing Body passes the following resolution to exclude the public on the grounds of confidentiality:

'that representatives of the press, and other members of the public, be excluded from the remainder of this meeting having regard to the confidential nature of the business to be transacted, publicity on which would be prejudicial to the public interest'.

Members of the public or representatives of the press who attend public meetings of the Governing Body have no right to speak other than by invitation from the Chair.

#### (2) **General disturbances**

The Chair or the person presiding over the meeting shall give such directions as he/she thinks fit with regard to the arrangements for meetings and accommodation of the public and representatives of the press such as to ensure that the CCG's business shall be conducted without interruption and disruption and, without prejudice to the power to exclude on grounds of the confidential nature of the business to be transacted, the public will be required to withdraw upon the Governing Body resolving as follows:

'That in the interests of public order the meeting adjourn for (the period to be specified) to enable the CCG Governing Body to complete its business without the presence of the public'.

#### (3) **Business proposed to be transacted when the press and public have been excluded from a meeting**

Matters to be dealt with by the Governing Body following the exclusion of representatives of the press, and other members of the public, as provided in (1) and (2) above, shall be confidential to Governing Body members.

Members and any other persons in attendance shall not reveal or disclose the contents of papers marked 'In Confidence' or minutes headed 'Items Taken in Private' outside of the CCG, without the express permission of the CCG. This prohibition shall apply equally to the content of any discussion during the Governing Body meeting which may take place on such reports or papers.

**(4) Use of Mechanical or Electrical Equipment for Recording or Transmission of Meetings**

Nothing in these Standing Orders shall be construed as permitting the introduction by the public, or press representatives, of recording, transmitting, video or similar apparatus into meetings of the CCG, its Governing Body and its Committees. Such permission shall be granted only by the Chair of the meeting.

**3.13 Observers at CCG and Governing Body meetings**

The CCG will decide what arrangements and terms and conditions it feels are appropriate to offer in extending an invitation to observers to attend and address any of the CCG's meetings and may change, alter or vary these terms and conditions as it deems fit.

**4. APPOINTMENT OF COMMITTEES AND SUB-COMMITTEES**

**4.1 Appointment of Committees and Sub-Committees**

(1) The CCG and the Governing Body may appoint Committees and Sub-committees of the CCG subject to any regulations made by the Secretary of State and make provision for the appointment of Committees and Sub-committees of its Governing Body. Where appointed, details of these are included in Chapter 6 of the Constitution.

(2) Other than where there are statutory requirements, the CCG or its Governing Body shall determine the membership and terms of reference of the Committees and Sub-committees and shall, if it requires receive and consider minutes and reports from such Committees at the next appropriate meeting.

**4.2 Terms of Reference**

Terms of reference shall have effect as if incorporated into the Constitution and shall be added to the Constitution as an appendix.

#### **4.3 Delegation of powers by Committees to Sub-Committees**

Where Committees are authorised to establish sub-committees they may not delegate executive powers to the sub-committee unless expressly authorised by the CCG or Governing Body as relevant.

#### **4.4 Approval of Appointments to Committees and Sub-committees**

The CCG shall approve the appointments to each of the Committees and Sub-committees which it has formally constituted and will decide on such travelling or other allowances as is considered appropriate. The Governing Body shall approve the appointments to each of its Committees and Sub-committees and will decide on any travelling or other allowances as considered appropriate.

### **5 DUTY TO REPORT NON COMPLIANCE WITH STANDING ORDERS AND PRIME FINANCIAL POLICIES**

5.1 If for any reason these Standing Orders are not complied with, full details of the non-compliance and any justification for non-compliance and the circumstances around the non-compliance, shall be reported to the next formal meeting of the Governing Body for action or ratification. All members of Members of the CCG and employees have a duty to disclose any non-compliance with these Standing Orders to the Accountable Officer as soon as possible.

### **6. CUSTODY OF SEAL AND AUTHORISATION OF DOCUMENTS**

#### **6.1 CCG's Seal**

The CCG may have a seal for executing documents where necessary which must be kept in a secure place. The following individuals are authorised to authenticate its use by their signature: the Accountable Officer, the Chief Finance Officer, the Chair of the Governing Body. They will enter a record of the sealing of every document in a register to be kept by the Accountable Officer or nominated Officer.

#### **6.2 Signature of documents**

Where any document will be a necessary step in legal proceedings on behalf of the CCG it shall, unless any enactment otherwise requires, be signed by the Accountable Officer or the Chief Finance Officer or the Chief Operating Officer.

## **7 OVERLAP WITH OTHER CCG POLICY STATEMENTS/PROCEDURES, REGULATIONS**

### **7.1 Policy statements: general principles**

The Governing Body will from time to time agree and approve policy statements/ procedures which will apply to all or specific groups of staff employed by the CCG. The decisions to approve such policies and procedures will be recorded in an appropriate Governing Body minute and will be deemed where appropriate to be an integral part of the CCG's Standing Orders and Prime Financial Policies.

## **8 DUTIES AND OBLIGATIONS OF GOVERNING BODY MEMBERS AND CCG SENIOR MANAGERS**

### **8.1 Requirements for declaring interests and applicability to CCG and Governing Body Members**

The NHS Code of Conduct of Accountability requires CCG Members and Members of the Governing Body to declare any personal or business interest which may influence or may be perceived to influence their judgement including without limitation interests which are “relevant and material”. The policy document setting out full requirements is included as an appendix to the Constitution.

### **8.2 Register of Interests**

The Accountable Officer will ensure that a Register of Interests is established to record formally declarations of interests of Members of the CCG, Governing Body Members, Practice Representatives and employees of the CCG. The Accountable Officer will ensure that as a minimum there is an annual review of the Register of Interests.

## **9. INDEMNITY FOR GOVERNING BODY MEMBERS**

9.1 Governing Body Members who act honestly and in good faith will not have to meet out of their personal resources any personal civil liability which is incurred in the execution or purported execution of their Governing Body functions, save where they have acted recklessly.