

POLICY

MIDCENTRAL HEALTH BOARD STANDING ORDERS

Applicable to: **MidCentral District Health Board and its Committees**

Issued by: **Board**

Contact: **Board Office Manager**

1. ROLE OF THE BOARD

- 1.1** The Board shall comply with the requirements of the New Zealand Public Health and Disability Act 2000 (the Act). In accordance with Section 26 of the Act, the role of the Board is to ensure:
- a. All decisions relating to the operation of the MidCentral District Health Board are to be made by or under authority of the Board.
 - b. The Board has all powers necessary for governance and management of the organisation.
 - c. The Board delegates to the Chief Executive Officer of the organisation the power to make decisions on management matters relating to the organisation, pursuant to clause 39 of Schedule 3 of the Act, such delegation to be made on such terms and conditions as the Board thinks fit, notwithstanding clause 44 of Schedule 3 of the Act.
 - d. These Standing Orders shall apply to the Board and all Committees of the Board.

2. RESOLUTIONS

- 2.1** Every endeavour shall be made to ensure consensus in decision making.
- 2.2** Discussion on any proposal shall be broad and informal and constrained as to time by the guidance of the Chair rather than through procedural motions.
- 2.3** To be effective, a resolution shall not require the identification or recording of a mover and seconder.
- 2.4** Silence when a motion is put shall be deemed to constitute an intention to support the motion.
- 2.5** Votes for and against particular motions shall not be recorded, unless requested by a Board Member.
- 2.6** In accordance with Clause 29(2) of the Third Schedule to the Act, the Chair has no casting and if a vote is tied the motion/question is deemed to be lost.
- 2.7** Any resolution may be rescinded by a subsequent resolution at a subsequent meeting without recourse to procedural motions.
- 2.8** Board members shall attempt to contribute once only to discussion on a particular item, although the Chair shall be entitled to summarise and guide debate.

- 2.9** No member shall speak on any motion after it has been put by the Chairperson, or during a vote.

3. PUBLIC

- 3.1** No comment shall be permitted during a meeting from any member(s) of the public present, unless an invitation to this effect is extended by the Chair.

Where such requests are received, the Chair shall be guided by the guidelines set out in [Appendix 1](#) to this Policy.

- 3.2** The Board shall from time to time hold open forums as part of its meeting, to provide opportunity for members of the public to express their views. These forums shall be scheduled when the annual meeting calendar for the forthcoming year is set, and their location should reflect the Board's geographic district.

Where such forums are held, the Chair shall be guided by the guidelines set out in [Appendix 2](#) to this Policy.

- 3.3** In the event that unauthorised comment is made, by any member of the public present during a meeting, no response shall be made by members, other than the Chair.

- 3.4** Deputations shall only be permitted to address the Board with the prior consent of the Chair.

Where a request for a deputation is received, the Chair shall be guided by the guidelines set out in [Appendix 3](#) to this Policy.

With the consent of the Chairperson a deputation may be made in a language other than English but the deputation must however provide a translation in English on the substantive matter of the deputation and this translation will be what the Board relies upon.

- 3.5** No discussion shall occur during a meeting as to whether any member(s) of the public may constitute a deputation for the purposes of these guidelines.
- 3.6** In the event that the behaviour of the public is deemed likely to prejudice, or to continue to prejudice, the orderly conduct of the meeting, the person(s) concerned shall be asked to leave. In the event that this request is refused, or the person(s) concerned attempts to re-enter the meeting, the meeting will be adjourned whilst management takes appropriate action as per clause 35, Schedule 3 of the Act.
- 3.7** With the permission of the Chairperson, Board members may ask questions of speakers provided that such questions are to be confined to obtaining information or clarification on matters raised by the speakers.
- 3.8** In the event that any question is asked by a member of the public or deputation in relation to a matter that is known or in respect of which a decision has been previously made by the Board the Chair may ask the Chief Executive Officer to provide an answer to that question.

4. ATTENDANCE AT COMMITTEE MEETINGS

- 4.1** Board members may attend, as an observer, meetings of committees of which they are not a member, including both part 1 and part 2 discussions. Such Board Members shall, at the request of the Chair, with the Committee's consent, be entitled to make comments in respect of matters under discussion by the relevant Committee.
- 4.2** Other than Board Members, external appointed committee members' attendance at meetings of committees of which they are not a member shall be as a member of the public.

5. TELECONFERENCES

- 5.1** The Board may hold teleconferences in accordance with clause 14, Schedule 3 of the Act.

6. MINUTES

- 6.1** The Board or Committee Secretary shall prepare minutes in conjunction with the Chair on the basis that the minutes are not a verbatim record of proceedings.
- 6.2** Minutes shall have no status, and be able to be amended at any time, up until they are confirmed.
- 6.3** The minutes shall note those decisions that require adoption by the Board.
- 6.4** Minutes shall be kept in two sections reflecting the public and "in-camera" sessions of a meeting.

7. AGENDAS

- 7.1** Agendas shall be prepared based on the Work Programme. Any variation to the Work Programme shall be advised to the Board/Committee.
- 7.2** In the event that a Member wishes to add an item to the agenda but is unable to do this through the work programme process, they shall raise with the Board/Committee Chair as appropriate, who will progress the item in conjunction with management.
- 7.3** The Chief Executive shall have the authority to make formal recommendations on all matters appearing on an agenda except those pertaining to the Chief Executive's own employment and performance management.
- 7.4** In accordance with statute, if an item is not on the agenda, it may be dealt with at the meeting as a "late" item if the Board by resolution so decides, and it is explained at the meeting, at a time when it is open to the public, the reason why the item is not on the agenda, and why discussion of the item cannot be delayed until a later meeting. Such late items can only be discussed if they are a minor matter relating to the general business of the Board/Committee, or, that no decision will be taken other than to refer the item to a later meeting for further discussion.

8. EXCLUDING THE PUBLIC

- 8.1** Decisions taken at a meeting when the public is excluded shall be publicly available once the draft minutes have been agreed by the Chair and the Board Secretary unless a resolution to the contrary effect has been passed.
- 8.2** The public may be excluded from the meeting only for one of the reasons set out in section 32 of the Third Schedule to the Act and in accordance with the requirements of section 33 of the Third Schedule to the Act.

9. COMMITTEES

- 9.1** In addition to those committees to be formed pursuant to Sections 34 to 36 of the Act, the Board may appoint such committees as it shall think fit, to deal with any separate subject or subjects. Members of such committees shall be appointed by the Board as the Board sees fit.
- 9.2** Terms of reference for such committees shall be set by the Board as the Board sees fit.

10. QUORUM

- 10.1** No authority, power, or discretion of a Board or its Committees can be exercised, and no business transacted, unless the quorum of members is present. A quorum is as per clause 25, Schedule 3 of the Act:
- if the total number of members of the board/committee is an even number, then half that number is a quorum;
 - if the total number of members of the board/committee is an odd number, then a majority of members shall be a quorum.

11. MEETING START TIMES

- 11.1** All meetings which are open to the public shall commence no earlier than the advertised time. They must commence within 10 minutes of the advertised start time.
- 11.2** The start time for other meetings can be amended in consultation with the Chair.

12. CONDUCT AT MEETINGS

- 12.1** All persons present at the meeting shall act with courtesy, and shall not be disrespectful. They shall address each by name or designation.

13. DISCLOSURE AND MANAGEMENT OF MEMBERS' AND OFFICERS' INTERESTS

- 13.1** Where a member or officer has a new interest, they shall advise this at the Board/Committee meeting under the "register of interest" agenda item. This notice shall be recorded in the minutes, and the officer responsible for maintaining the Register of Interest shall update the Register of Interest accordingly.

13.2 Where a member or officer has a conflict of interest, or potential conflict of interest, with any item to be discussed on the meeting's order paper, they shall advise this at the beginning of the meeting under the "conflict of interest" agenda item. This notice shall be recorded in the minutes.

They shall reiterate the conflict/potential conflict at the time the specific item in question is to be discussed. At that time they shall outline the nature of the conflict and the Board/Committee shall agree what action shall be taken in respect of the conflict. Such action may include, but not be limited to, the member abstaining from the discussion and/or the decision, or the member leaving the meeting while the matter is discussed. The conflict, its nature, and the Board/Committee's decision regarding its management shall be recorded in the minutes.

13.3 Where a member or officer has declared a conflict of interest, or potential conflict of interest, and has been granted permission by the Board/Committee to speak on the item concerned, the member's comments shall be recorded in the minutes. (Refer section 4.)

13.4 Where a member or officer has a conflict of interest, or potential conflict of interest, with any item on the work programme they shall advise the Principal Administration Officer prior to the agenda being developed and agreement shall be reached as to how the conflict shall be managed. The Chair and CEO shall be advised.

13.5 Where a member or officer has disclosed an interest in a transaction of the DHB in accordance with the NZ Public Health and Disability Act 2000 (Appendix 3, Section 36(1)) they shall not take part in any deliberation or decision of the Board relating to the transaction. Nor shall they be included in the meeting quorum requirements.

13.6 In addition to the above steps taken to manage conflicts of interest at the meeting, members and officers shall take all other reasonable action necessary to uphold their legislative responsibilities regarding conflicts of interest as outlined in the Crown Entities Act 2004 and the NZ Public Health and Disability Act 2000.

14. CONFIDENTIALITY

14.1 No member of the Board shall discuss confidential business of the District Health Board, with any person, unless authorised in writing to do so by the Chair.

14.2 No member of the Board or a Committee shall release any confidential information to any person or make any statement to the media unless approved in writing by the Chair.

15. COLLECTIVE RESPONSIBILITY

15.1 Board Members shall ensure that they will abide by the general principle of Collective Responsibility in respect of all decisions made by the Board and once a decision is made Board members shall abide by that decision, notwithstanding that they may have voted against it, and will not publicly criticise any decision.

16. DEFINITION

- 16.1** For the purpose of these Standing Orders, the term “Chair” shall include “Deputy Chair” when this person is acting the Chair role.
- 16.2** The Board means the members of the Board of MidCentral District Health Board acting together as a Board in relation to a publicly owned health and disability organisation in accordance with section 6(1) of the New Zealand Public Health and Disability Act 2000 (the Act).
- 16.3** For the purpose of these Standing Orders the term “organisation” refers to MidCentral District Health Board.
- 16.4** For the purpose of these Standing Orders the term “Board Members” shall in respect of meetings of the Committees of the Board be deemed to include Committee Members who are not Board Members.
- 16.5** Within the context of this document the term “information” means any information about or relating to MidCentral District Health Board or any of its employees or patients.
- 16.6** Within the context of this document, the term “officer” means any member of the DHB’s staff and management that is actively participating in the meeting and/or who has provided or in the course of their employment is likely to provide written or oral advise to the Board or Committee regarding the subject matter under discussion.

17. APPLICATION

- 17.1** These Standing Orders shall apply to the Board and all Committees of the Board.

18. APPENDICES

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| Appendix 1 | Guidelines for Receiving Public Comment |
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| Appendix 3 | Guidelines for Deputation |

19. KEYWORDS

Standing orders

Appendix 1

Guidelines for Receiving Public Comment

1. Wherever possible, all requests for public comment on agenda items should be accommodated. The only constraining factors are content and time.
2. Public comment must relate to an item within the Board and/or Committee's terms of reference.*

Where the item is not within the terms of reference, the person can put their views in writing and send their letter to the CEO.

If the item is subject to a formal consultation process, the comment should not be received. Instead, the person should be referred to the formal consultation process so that all public opinion on the item can be captured.

* Board/committee meetings are an inappropriate forum for discussion regarding the treatment and care to specific individuals, firstly, because of privacy issues, and secondly, it is more appropriate that the health professionals providing that care comment.

They are also an inappropriate forum for discussion regarding contracts, including employment contracts relating to MDHB staff and contractor's/provider's staff.

3. As a rule of thumb, 15 minutes in total should be allowed for public comment.

The recommended time per person is 2-3 minutes.

This enables 5-8 speakers per meeting.

4. If a large contingent is received, the number of speakers needs to be clarified, taking into account other individuals who have requested permission to comment, and the overall time available. Generally, it is recommended that 1, or perhaps two, people speak on behalf of the group.
5. The environment for public comment should be as friendly (non-intimidating) as possible. People must be aware of the process (refer 6 below) before the meeting starts. They must also be aware (before the meeting starts) of the time provision they have been given, e.g. 2 or 3 minutes, and at what stage of the meeting public comment will be held.
6. There are two options for when "public comment" can be received:
 - at the beginning of the meeting, after "late items", or,
 - when the agenda item is to be discussed.

If there are a number of members of the public wishing to speak, it is recommended that they all be heard at the beginning of the meeting.

7. The order of speakers should reflect the agenda order. That is, all speakers on agenda item 1 to speak first, following by those on agenda item 2, etc.
8. The meeting needs to be aware when public comment is to be received. It is recommended that this be outlined by the Chair at the beginning of the meeting – before apologies. To enable this to happen, the Board/Committee Secretary should list the speakers, in order, and the agenda item(s) concerned.
9. When the Board/Committee is ready to take public comment, the Chair should call the person's name, state the agenda item on which they are to comment, and confirm the time provision.

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The person should then stand, so that they are clearly visible and speak. Alternatively, if there is sufficient room, place a chair close to the board/committee table and invite them to speak from there.

10. Debate on the viewpoint proffered should not take place with the individual concerned.
Members' questions of clarification may be taken through the Board/Committee Chair.
11. Any debate or discussion on the viewpoint proffered should be addressed as part of the Board/Committee's discussion of that agenda item. If it raises issues which have not been fully canvassed by management, the management team should be asked to seek further information and report back. It is inappropriate to seek this information direct from the person concerned at the time of the meeting.
12. In some instances, a special meeting between management and the group/individual concerned, (outside of the Board/Committee meeting), may be appropriate as a consequence of the issues raised.
13. Recording of "public comment" shall be in line with the Standing Orders for minuting meetings. That is, a summary of key points shall be recorded, not a verbatim transcription.

Appendix 2

Guidelines for Open Forums

1. The open forum should be specifically mentioned in the statutory public advice of Board meetings (newspaper advertisement).

A media release relating to the forum should also be issued in advance so as to raise public awareness of it.

2. The forum should be the second order of business at the meeting, with apologies the first so that members of the public can plan their attendance.

3. One hour should be set aside in the forum, and this should be clearly stated on the order paper.

At the beginning of the forum, this time provision should be clearly stated.

4. The forum should open with a karakia.

5. So that everyone has the opportunity to have their say, a time allowance should be agreed for each person to put their questions and views. This time allowance will be dependent upon the number of persons present, but as a general rule of thumb it should be not less than 2 minutes, or more than 5.

Board Members and Officers responding to questions must also be aware of time restrictions.

6. The forum should be facilitated by the Chair, or their nominated person. They should outline the ground rules/procedures at the outset.

7. Members of the public who wish to speak more than once should be allowed to do so, though preference should be given to ensuring all present have the opportunity to speak at least once.

8. All questions and views should be directed to the Chair (or other nominated facilitator) in the first instance, who will ensure that the most appropriate person responds.

9. Everyone present should be reminded on the need to speak clearly so that they can be heard, and to respect all speakers by not talking during the expression of their views.

10. Every endeavour should be made to answer any questions raised at the forum.

If the relevant information is unavailable at the time, the person should be asked to leave their name with a nominated Board Officer. The question should be noted, and the response provided to the person in due course.

11. Questions regarding the treatment and care to specific individuals should not be answered in the forum, firstly, because of privacy issues, and secondly, it is more appropriate that the health professionals providing that care, comment.

12. Should the Board wish to consider a particular matter(s) raised, it may do so in accordance with Standing Order 5.4.



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13. At the conclusion of the forum, if it is apparent that there are more questions, ask people to put these in writing and leave them, together with contact details, with a nominated Board Officer. A response can then be provided in due course.
14. Recording of “public forums” shall be in line with the Standing Orders for minuting meetings. That is, a summary of key points shall be recorded, not a verbatim transcription.

Appendix 3

Guidelines for Deputations

1. Applications to make a deputation must be lodged in writing with the Principal Administration Officer at least 10 clear working days before the date of the meeting concerned. Applications must set out the substance of the Deputation. Preferably, the application should provide a concise statement of what the deputation is seeking from the Board.
2. All applications to make a deputation shall be referred to the Chair for a determination. If, in the opinion of the Chairperson, the matter which is the subject of a deputation is one of urgency, or major public interest, the Chairperson may determine that the deputation be received by the Board. The Chairperson shall be entitled to refuse any request for a deputation which is considered by the Chairperson to be repetitious, offensive or inappropriate.
3. The Chair may direct the deputation to another Committee or the full Board meeting, which is dealing with the matter.
4. Where a deputation has been approved, it shall be included in the agenda for the meeting in question.
5. The deputation is to receive a copy of the agenda prior to the meeting.
6. Deputations shall be granted a set time to address the meeting. As a rule of thumb, 5-10 minutes should be allowed. This timeframe is for the total deputation, and remains regardless of the number of speakers the Deputation elects to address the meeting. That is, the time limit is for the Deputation, not per speaker.
7. When the Board/Committee is ready to receive the deputation, the Chair should call the person/group's name and confirm the time provision.

The person(s) should then stand, so that they are clearly visible and speak. Alternatively, if there is sufficient room, place a chair close to the board/committee table and invite them to speak from there.

8. No discussions or questioning shall occur until the deputation has completed making its address.
9. Debate on the viewpoint proffered should not take place with the individuals concerned.
Members' questions of clarification may be taken through the Chair.
10. If the deputation raises issues which have not been fully canvassed by management, the management team should be asked to seek further information and report back. It is inappropriate to seek this information direct from the deputation at the time of the meeting.
11. In some instances, a special meeting between management and the group/individual concerned, (outside of the Board/Committee meeting), may be appropriate as a consequence of the issues raised.
12. To enable full consideration and review of the matters raised via deputations, the Committee/Board may refer it to a subsequent meeting for determination. It may also refer it to another Committee or the Board as considered appropriate.

13. The Chair may terminate a deputation in progress which is disrespectful or offensive, or where the Chairperson has reason to believe that statements have been made with malice.
14. The environment for deputations should be as friendly (non-intimidating) as possible. People must be aware of the process before the meeting starts. They must also be aware (before the meeting starts) of the time provision they have been given and at what stage of the meeting their time appears.
15. Recording of “deputations” shall be in line with the Standing Orders for minuting meetings. That is, a summary of key points shall be recorded, not a verbatim transcription.