



Shetland Islands Council



## MINUTE - PUBLIC

<b>Meeting</b>	Integration Joint Board
<b>Date, Time and Place</b>	29 July 2015 at 2.30 p.m. Council Chamber, Town Hall, Lerwick, Shetland
<b>Present [Members]</b>	<p><u>Voting Members</u>  G Cleaver  B Fox  K Massey  C Smith <i>[Chair]</i>  C Waddington <i>[Vice-Chair]</i>  M Williamson</p> <p><u>Non-voting Members</u>  S Beer, Carers Representative  S Bokor-Ingram, Chief Officer  H Massie, Patient/Service User Representative  M Nicolson, SIC Chief Social Work Officer  E Watson, NHS Chief Nurse Community and ACF  K Williamson, Chief Financial Officer</p>
<b>In attendance [Observers/Advisers]</b>	M Boden, Chief Executive SIC C Ferguson, Director of Corporate Services SIC J Riise, Executive Manager – Governance and Law SIC S Duncan, Financial Accountant SIC L Hall, Director of Human Resources and Support Services NHS A Cogle, Team Leader – Administration SIC <i>[note taker]</i>
<b>Apologies</b>	<p><u>Non-voting Members</u>  S Bowie, Senior Clinician – GP  S Gens, SIC Staff Representative  C Hughson, Voluntary Sector Representative  I Sandilands, NHS Staff Representative</p> <p><u>Observers/Advisers</u>  R Roberts, Chief Executive NHS</p>
<b>Chairperson</b>	Mr C Smith, Chair of the Integration Joint Board, presided.
<b>Declarations of Interest</b>	None.

02/15	Constitutional Documents
<b>Report No. IJB-150729-01</b>	<p>The Board considered a report which sought approval for the following constitutional documents, with immediate effect, with or without amendment: Scheme of Administration; Standing Orders for Meetings; and Financial Regulations.</p> <p>The Executive Manager Governance and Law introduced the report, explaining to members the importance of these documents, not only for the conduct of IJB business, but for accountability and audit purposes. He said that these documents would be drawn on heavily when producing an end of year governance statement, and would illustrate that the decisions taken by the IJB had been done in a proper, legal and financially prudent manner.</p> <p><u>Scheme of Administration</u></p> <p>The Executive Manager – Governance and Law then introduced the Scheme of Administration, highlighting the main points for consideration. He said that the Scheme identified the constitution of the IJB as a body corporate, and explained the significance of this in legal terms and accountability through the courts. He also explained that the IJB was a devolved public body and to this extent it was accountable to a number of institutions and to the public and so meetings would be held in public.</p> <p>The Executive Manager – Governance and Law went on explain that the Scheme identified the membership of the IJB, including the voting, non-voting and appointed officer members, and this mirrored the statutory requirements, including the provision to appoint proxies. He added that the Scheme went on to set out a range of matters relating to the terms of office, casual vacancies and appointment of the Chair and Vice-Chair. He said it also made reference to the code of conduct and how conflicts should be considered and declared at meetings, pointing out the dispensation that IJB members had received from the Standards Commission in relation to their existing roles on their appointing bodies.</p> <p>The Executive Manager – Governance and Law said that the Scheme included provisions for the appointment of Committees, and in this regard the Integration Scheme required the appointment of an Audit Committee and a Care and Clinical Governance Committee, the terms of reference for which would be appended to the Scheme once established by the IJB. He said that the Scheme concluded with the responsibilities of the IJB, including those services which were delegated by statute, or delegated to the IJB by agreement of the parties, and also listed those matters which were reserved to the Board, and explained the roles of the Chief Officer and the Chief Financial Officer.</p> <p>Dr C Waddington referred to paragraphs 2.5 and 2.6 of the</p>

Scheme in relation to the appointment of Proxies or substitutes. She referred to the provisions within the Standing Orders for attendance at meetings by remote participation, and proposed that this should be referred to within this section.

The Board concurred and, on the motion of Mr C Smith, seconded by Mr K Massey, adopted the Scheme of Administration, subject to an amendment at sections 2.5 and 2.6 to make reference to remote participation.

#### Standing Orders for Meetings

The Executive Manager – Governance and Law introduced the Standing Orders, and said that these had been produced with a lot of input from members. He said they had been drafted to take account of legislation, but had also had some modification to suit local needs. The Executive Manager said that there had been some helpful contributions from individual members during the drafting stage, and these had also been incorporated where possible. He said that one issue that had arisen was the extent to which the role and responsibility of the Chair or Vice-Chair had in proceedings. He went on to explain the importance of this role, particularly in giving the Chair the power to take control and ensure that business is properly transacted at meetings. The Executive Manager added that the Chair does not often have to apply the rules, but they were to be used when the need arose.

With regard to attending meetings from a remote location, the Executive Manager pointed out that in terms of the chairing of meeting, it was therefore possible for the Chair to chair the meeting from a remote location, but it was within the gift of the Chair to allow another member to run the meeting within the room, but the Chair retains responsibility for any procedural rulings, if necessary.

The Executive Manager – Governance and Law drew attention to the remaining sections of the Standing Orders, summarising the procedures for declaring interests at meetings, discussion and decision making, voting and appointments, and public participation in relation to petitions and deputations.

Ms S Beer referred to section 6.6.4 and asked for clarification as to whether the non-voting members would be permitted to vote on the correctness of the minutes. The Executive Manager – Governance and Law advised that whilst any member, including non-voting members may raise matters relating to the correctness or otherwise of the minutes, any motion to approve the minutes, as presented or as amended, could only be made by voting members. He went on to confirm that if the none of the required voting members were present at the meeting, as set out in paragraph 6.6.4, the minutes would be held over for approval to the next meeting when those members would be present. He explained further that the reason for restricting

approval of the minutes to the voting members was that minutes were a probative document and have a legal context that cannot be altered or reduced in value because of any local desire to have non-voting members approve them, as in every respect, a decision to approve the minute was the same as any other decision of the IJB.

Mr G Cleaver referred to paragraph 6.4.5 and proposed that consultation by Chief Officer in relation to unresolved matters, include the Chair and Vice-Chair. The Board concurred with this proposal.

Mr Cleaver then referred to paragraph 6.5 and said that, by way of example, the Council's Standing Orders for meetings allowed for matters to be considered within 6 months if there was a material change in circumstances. He asked whether Standing Order 6.5 would make prevent reconsideration of a decision which may be affected by a material change in circumstances. The Executive Manager – Governance and Law said that this section of the Standing Orders would allow for a matter to be considered before suspending the standing order. In this regard, he said that the Chief Officer would be permitted to come back to the IJB with any matter resulting from a material change of circumstances, or on a question of legality, and the IJB would be asked to consider the matter and then suspend standing orders if a previous decision required changing. He reassured members that this standing order would not prevent any matter from being reconsidered, but that Members had to bear in mind their responsibilities under the Code of Conduct to ensure that their decisions were legal, and that members remained accountable for those decisions.

Reference was made to paragraph 5.6.1 regarding remote attendance at meetings. Members agreed that if there were any confidential or exempt items of business, it would be a matter for the Chair to rule whether, taking account of the method and location of the remote participant, to allow that to continue.

The Board concurred and, on the motion of Mr C Smith, seconded by Mr B Fox, adopted the Standing Orders for meetings, subject to the amendments raised: sections 2.5 and 2.6 to make reference to remote participation; paragraph 5.6.1 to reference the ruling of the Chair; and 6.4.5 to include reference to the Vice-Chair.

#### Financial Regulations

The Chief Financial Officer gave a brief introduction to the Regulations.

Mr H Massie referred to paragraph 29 and advised that reference to "paragraph 20" should be "paragraph 30". Members concurred.

	<p>Mr B Fox referred to section 30, and paragraphs 31 and 32, in relation to virement, and asked for clarification as to how this would be done in practice. He said he understood that virements were a useful financial tool, and should only be used in exceptional circumstances. In this regard, Mr Fox said that perhaps some clarification was required as to how it would be used in practice, so that the criteria was defined and not left as a judgement call for the officers, or without being agreed by the IJB. The Chief Financial Officer said that the provision for undertaking virements was contained within the existing financial regulations and rules for both the Council and NHS, and in terms of the NHS he confirmed it was a provision that was very rarely used. He said that the proposed sections could not supersede what was already within the Parties' own rules and regulations, which were more clearly defined, and suggested that the IJB Financial Regulations should make reference to that fact.</p> <p>The Chief Officer confirmed that undertaking virements would be a rare exception, given that the joint Commissioning Plan would be produced with a description of service delivery against a defined budget. He went on to say that the issue of virements would truly be exceptional, and if there were pressures being brought to bear on a particular service and virements were required, that would be brought to the attention of the IJB through the normal method of financial reporting. Mr Fox said he took assurance from the fact that virements would only be used in exceptional circumstances, and in those circumstances would be reported to the IJB on a quarterly basis.</p> <p>The Board agreed that reference should be made to fact that the NHS and SIC rules of virement would be applied, and reported on regularly.</p> <p>Ms S Beer said that given the fact that the governance documents were long term documents, suggested that paragraph 92 refer to an annual review, rather than regular.</p> <p>The Board concurred and, on the motion of Mr C Smith, seconded by Ms M Williamson, adopted the Financial Regulations, subject to the amendments raised: paragraph 29 to change cross reference to section 30; Sections 31 and 32 to make reference to the NHS and SIC rules and quarterly reporting ; and paragraph 92 in relation to an annual review.</p>
<p><b>Decision</b></p>	<p>The Integration Joint Board RESOLVED to adopt the Scheme of Administration, the Standing Orders for Meetings, and the Financial Regulations, subject to the following amendments:</p> <p><b>Scheme of Administration:</b> Replace paragraphs 2.5 and 2.6 with the following:</p> <p>2.5 If a voting member is unable to attend a meeting of the Integration Joint Board, <b>either in person at the place specified for the meeting or by remote participation</b>, the relevant constituent</p>

authority is to use its best endeavours to arrange for a suitably experienced substitute, who is either a councillor, or as the case may be, a member of the health board. The substitute voting member may vote on decisions put to that meeting, but may not preside over the meeting.

2.6 If a non-voting member is unable to attend a meeting of the Integration Joint Board, **either in person at the place specified for the meeting or by remote participation**, that member may arrange for a suitably experienced substitute to attend the meeting subject to prior notification to the Chair.

**In all instances, substitute or proxy members may also attend the meeting by remote participation, in accordance with Standing Order 5.6.**

Standing Orders for Meetings

Replace paragraph 5.6 with the following:

## **5.6 Remote Participation**

5.6.1 The Integration Joint Board may be conducted in any other way in which each member is enabled to participate although not present with others in such a place. This includes by telephone or video-conference. Such a meeting, **or any part of a meeting which is not held in public in accordance with Standing Order 5.8**, shall only be conducted on the ruling of the Chair, whom failing, the Vice-Chair, of the Integration Joint Board.

Standing Orders for Meetings

Replace the last 2 sentences of paragraph 6.4.5 with the following:

6.4.5 ... The Chief Officer will then be obliged to review the matter, in consultation with the Chair **and Vice-Chair**, with the aim of addressing any concerns, and developing a proposal which the Integration Joint Board can reach a decision upon. Standing Order 6.5.1 shall not preclude reconsideration of any such item within a 6 month period.

Financial Regulations

Paragraphs 29 amend as follows:

Last bullet point, change reference to "paragraph 29" to "paragraph 30".

Financial Regulations

Add the following bullet points to section 32 - Virements:

- Virements will be processed by the Parties as required in accordance with their respective Financial Regulations and Standing Financial Instructions.
- All virements processed must be included in the quarterly

	<p>financial report which is reported to the Integration Joint Board.</p> <p>Financial Regulations Paragraph 92 amend as follows: Change “regular review” to “annual review”.</p>
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The meeting concluded at 3.50 p.m.

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CHAIR