

STANDING ORDERS

v.2

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1. STATUTORY FRAMEWORK AND STATUS

1.1 Introduction

1.1.1 These Standing Orders have been drawn up to regulate the proceedings of the NHS Wandsworth Clinical Commissioning Group (CCG) 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.

1.1.2 The Standing Orders, together with the CCG's Scheme of Reservation and Delegation and Prime Financial Policies, provide a procedural framework within which the CCG discharges its business. They set out:

- a) arrangements for conducting the business of the CCG;
- b) appointment of Member Practice representatives;
- c) appointment of the Governing Body;
- d) appointment of the Primary Care Committee;
- e) procedure to be followed at meetings of the CCG, the Governing Body and any Committees or Sub-committees of the CCG or the Governing Body;
- f) process to delegate powers;
- g) declaration of interests and standards of business conduct.

1.1.3 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 appropriate¹ of the relevant guidance.

1.1.4 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, members of the CCG'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 Standing Orders, Scheme of Reservation and Delegation and Prime Financial Policies may be regarded as a disciplinary matter that could result in dismissal.

1.2 Scheme of matters reserved to the Clinical Commissioning Group and the Scheme of Reservation and Delegation

1.2.1 The 2006 Act (as amended by the 2012 Act) provides the CCG with powers to delegate the CCG's functions and those of the Governing Body to certain bodies (such as Committees) and certain persons. The CCG has decided that certain decisions may only be exercised by the CCG in formal session. These decisions and also those delegated are contained in the CCG's Scheme of Reservation and Delegation.

¹ Under some legislative provisions the Group is obliged to have regard to particular guidance but under other circumstances guidance is issued as best practice guidance.

2. THE CLINICAL COMMISSIONING GROUP COMPOSITION OF MEMBERSHIP, KEY ROLES AND APPOINTMENT PROCESS

2.1 Composition of the Membership

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

2.1.2 Chapter 5 of the CCG's Constitution provides details of the governing structure used in the CCG's decision-making processes, whilst Chapter 4 of the Constitution outlines certain key roles and responsibilities with the CCG and its Governing Body, including the role of Member Representatives.

2.2 Key Roles

2.2.1 Paragraph 4.2 of the CCGs Constitution sets out the composition of the CCG's Governing Body. These Standing Orders set out how the CCG appoints individuals to these key roles.

2.2.2 The process for nominating Member Representatives, is as described in paragraph 3.7 of the CCG's Constitution. Attendance at monthly Locality Members' Forums is expected by Member Representatives, or Deputies. Member attendance is required at 80% of Members' Forums over the year.

a) The appointment processes for Locality Clinical Leads (elected GP members of the Governing Body), as described in paragraph 4.2.1 of the CCG's Constitution, are agreed at Locality level. There will be one elected Locality Clinical Lead from both Battersea and West Wandsworth Localities, and two from the Wandle Locality.

2.2.3 In accordance with its statutory powers under section 13Z of the National Health Service Act 2006, NHS England has delegated the exercise of the primary care commissioning functions specified in Schedule 2 of the Delegation Agreements to Wandsworth CCG.

2.2.4 The CCG has established the Wandsworth CCG Primary Care Commissioning Committee, which will function as a corporate decision-making body for the management of the delegated functions and the exercise of the delegated powers. The role of the Committee shall be to carry out the functions relating to the commissioning of primary care services under section 83 of the NHS Act.

2.3 Governing Body

2.3.1 Clinical Chair – The role of the Clinical Chair, as listed in paragraph 4.2.1 of the Constitution, is subject to the following appointment process:

a) Nominations – Advertisement and application. GPs working in Wandsworth may apply to put themselves forward for the position of Clinical Chair of the CCG;

b) Eligibility – GPs must work in Wandsworth for a minimum of two sessions in a Practice per week;

c) Appointment process:

- CV and supporting statements are received from interested applicants
- Panel consisting of members of the Governing Body assesses competency of applicants
- Election conducted – all GPs in Wandsworth working a minimum of two (2) sessions per week are eligible to vote
- Chair appointed.

- d) Term of office – Three (3) years
- e) Eligibility for reappointment – Appointment process to be held every three (3) years. The Chair will be eligible for reappointment as long as they remain a member of the Governing Body.
- f) Grounds for removal from office include-
 - i. The Chair ceases to be a Member Representative;
 - ii. The Chair is removed from office as a Member Representative.
- g) Notice period – Three (3) months save that where the individual is removed from office pursuant to paragraph f) above, no notice period is required.

2.3.2 The Chief Officer (Accountable Officer) of the CCG, as listed in paragraph 4.2.1 of the CCG's Constitution, is subject to the following appointment process:

- a) Nomination – Advertisement and application.
- b) Eligibility – According to national guidance in place at the time of recruitment. Applicants must also not be disqualified from membership of a Clinical Commissioning Group Governing Body under the CCG Regulations.
- c) Appointment process – Selection against job description and person specification.
- d) Term of office – Substantive appointment.
- e) Eligibility for reappointment – N/A
- f) Grounds for removal from office – CCG employment policies and procedures apply.
- g) Notice period – As set out in the contract of employment.

2.3.3 The Chief Finance Officer of the CCG, as listed in paragraph 4.2.1 of the CCG's Constitution, is subject to the following appointment process:

- a) Nomination – Advertisement and application.
- b) Eligibility – According to national guidance in place at the time of recruitment. Applicants must satisfy the eligibility requirements set out in the CCG Regulations and must also not be disqualified from membership of a Clinical Commissioning Group Governing Body under the CCG Regulations.
- c) Appointment process – Selection against job description and person specification.
- d) Term of office – Substantive appointment.
- e) Eligibility for reappointment – N/A
- f) Grounds for removal from office – CCG employment policies and procedures apply. If the post is shared with another CCG then that CCG's employment policies and procedures will also apply.
- g) Notice period – As set out in the contract of employment.

2.3.4 Lay Members of the Governing Body as listed in paragraph 4.2.1 of the CCG's Constitution, are subject to the following appointment process:

- a) Nominations – Advertisement and application.
- b) Eligibility – According to national guidance in place at the time of recruitment. Applicants must not be disqualified from being a Lay Member of a Clinical Commissioning Group Governing Body under the CCG Regulations or otherwise be disqualified from being a member of a Clinical Commissioning Group Governing Body.
- c) Appointment process – Selection against job description and person specification.
- d) Term of office – Four (4) year appointment which is renewable, subject to satisfactory performance. Individuals shall serve no more than two (2) consecutive terms in office, following which a full recruitment process will be put in place.
- e) Eligibility for reappointment – The post shall be advertised before the end of the term of office. Subject to paragraph d) above, the post holder shall be eligible for reappointment provided that he/ she continues to meet the eligibility criteria at paragraph b) above.

- f) Grounds for removal from office – Non-performance against agreed objectives as assessed by Chair and Chief Officer. Recommendation of Chair and Chief Officer requires approval by the Governing Body.
- g) Notice period – Three (3) months.

2.3.5 The Vice Chair of the Governing Body is subject to the following appointment process:

- a) Nominations – An invitation will be made to the members of the Governing Body to put their name forward for the post of Vice Chair
- b) Eligibility – Any member of the Governing Body may be the Vice Chair
- c) Appointment process – The Chair, with the support of the Governing Body, will identify one member to act as Vice Chair
- d) Term of office – Four (4) years – subject to reappointment by the Chair of the Governing Body, with the support of the other members of the Governing Body
- e) Eligibility for reappointment – The Vice Chair will be eligible for reappointment as long as he/she remains a member of the Governing Body.
- f) Grounds for removal from office include –
 - i. The Vice Chair ceases to be a member of the Governing Body.
 - ii. The Vice Chair is removed from office as a member of the Governing Body
- g) Notice period – Three (3) months.

2.3.6 Registered Nurse, as listed in paragraph 4.2.1 of the CCG's Constitution is subject to the following appointment process:

- a) Nominations – Advertisement and application.
- b) Eligibility – Current registered nurse who is not disqualified from, and meets the eligibility requirements of, the post under the CCG Regulations.
- c) Appointment process – Selection against the job description and person specification.
- d) Term of office – Three (3) years.
- e) Eligibility for reappointment – Post to be advertised before end of term of office. The post holder is eligible for re-appointment.
- f) Grounds for removal from office – Non-performance against agreed objectives as assessed by Chair and Chief Officer. Recommendation of Chair and Chief Officer requires approval of the Governing Body.
- g) Notice period – Three (3) months.

2.3.7 Secondary Care Doctor, as listed in paragraph 4.2.1 of the CCG's Constitution is subject to the following appointment process:

- a) Nomination – Advertisement and application.
- b) Eligibility – According to national guidance in place at the time of recruitment.
- c) Appointment process – Selection against the job description and person specification.
- d) Terms of office – Three (3) years.
- e) Eligibility for reappointment – Post to be advertised before end of term of office. The post holder is eligible for re-appointment.
- f) Grounds for removal from office – Non-performance against agreed objectives as assessed by Chair and Chief Officer. Recommendation of Chair and Chief Officer requires approval by Governing Body.
- g) Notice period – Three (3) months.

2.3.8 Where more than one person is appointed jointly to a post, those persons shall count for the purpose of paragraph 4.6 of the CCG's Constitution as one person.

2.4 Primary Care Committee

2.4.1 The Committee shall consist of:

- Chair – Lay Member
- Lay member (Vice Chair)
- Associate Lay Members X2
- Chief Accountable Officer
- CCG Chair
- Director of Primary Care Development
- CCG Chief Finance Officer
- WCCG Secondary Care consultant
- General Practitioner (not within South West London)
- Director of Commissioning & Planning
- Director of Quality & Performance

Non Voting Members:

- GP Locality Clinical Leads x3 Representatives
- NHS England (London Regional Team) Representative
- HealthWatch Representative
- LMC Representative
- Health and Wellbeing Board Representative

2.4.2 The Chair of the Committee shall be a CCG Lay Member and will be appointed at the first meeting of the Committee.

2.4.3 The Vice Chair of the Committee shall be a CCG Lay Member and will be appointed at the first meeting of the Committee.

2.4.4 The Committee may invite ad-hoc members to advise it on specific matters within its Terms of Reference from time to time as appropriate.

3. COMMITTEES AND SUB-COMMITTEES

3.1 Appointment of Committees and Sub-Committees

3.1.1 The CCG may appoint Committees and Sub-committees of the CCG and the Governing Body, subject to any regulations made by the Secretary of State. Where such Committees and Sub-committees are appointed they are included in Chapter 5 of the CCG's Constitution.

3.1.2 Other than where there are statutory requirements, such as in relation to the Governing Body's Audit Committee or Remuneration Committee, the CCG shall determine the membership and terms of reference of Committees and Sub-committees and shall, if it requires, receive and consider reports of such Committees at the next appropriate meeting of the CCG.

3.1.3 The provisions of these Standing Orders shall apply where relevant to the operation of the Governing Body and its Committees and Sub-committees unless stated otherwise in the relevant Committee or Sub-committee terms of reference.

3.2 Terms of Reference

3.2.1 Terms of reference shall have effect as if incorporated into the Constitution and shall be added to this document as an Appendix.

3.3 Delegation of Powers by Committees to Sub-Committees

3.3.1 Where Committees are authorised to establish Sub-committees, they may not delegate executive powers to the Sub-committee unless expressly authorised by the CCG.

3.4 Approval of Appointments to Committees and Sub-Committees

3.4.1 The CCG shall approve the appointments to each of the Committees and Sub-committees which it has formally constituted.

3.5 Governing Body Meetings

3.5.1 Calling meetings

3.5.1.1 Ordinary meetings of the Governing Body will be held in public eight times a year.

3.5.1.2 An Extraordinary meeting of the Governing Body can be called at the request of the Chair of the Governing Body.

3.5.1.3 One-third of the members of the Governing Body may request in writing to the Chair an Extraordinary meeting of the Governing Body. If the Chair refuses, or fails, to call a meeting within seven (7) days of the requisition being presented, the members signing the requisition may forthwith call a meeting.

3.5.2 Notice, agenda, supporting papers and business to be transacted

3.5.2.1 Items of business to be transacted for inclusion on the agenda of the Governing Body need to be notified to the Chair of the meeting at least fifteen (15) working days (i.e. excluding weekends and bank holidays) before the meeting takes place. Supporting papers for such items usually need to be submitted at least ten (10) working days before the meeting takes place. The notification to the Chair should state whether the item of business is proposed to be transacted in the presence of the public. Any item notified to the Chair less than fifteen (15) working days before a meeting may be included on the Agenda at the discretion of the Chair.

3.5.2.2 No business shall be transacted at the meeting other than that specified on the Agenda, or emergency motions allowed under Standing Order 3.5.5.

3.5.2.3 The Agenda shall be sent to members at least six (6) days before the meeting and supporting papers, whenever possible, shall accompany the Agenda, but will certainly be dispatched no later than four (4) working days before the meeting, save in an emergency.

3.5.2.4 Agendas and papers for meetings of the Governing Body, together with details about meeting dates, times and venues, will be published on the CCG's website or made available upon request for inspection at the CCG offices: NHS Wandsworth Clinical Commissioning Group, first floor, 73-75 Upper Richmond Road, East Putney SW15 2SR.

3.5.2.5 The Agenda for any meeting of the Governing Body that is to be held in private and any papers relating to items that are to be discussed in private shall not be made public.

3.5.3 Chair of a meeting

3.5.3.1.1 At any meeting of the Governing Body, or of a Committee or Sub-committee, the Chair of the Governing Body, Committee or Sub-committee, if any and if present, shall preside. If the Chair is absent from the meeting, the Deputy Chair, if any and if present, shall preside. The Deputy Chair cannot assume the Chair's vote.

3.5.3.1.2 If the Chair is absent temporarily on the grounds of a declared conflict of interest, the Deputy Chair, if present, shall preside. If both the Chair and Deputy Chair are absent, or are disqualified from participating, or there is neither a Chair or Deputy, a member of the Governing Body shall be chosen by the members present, or by a majority of them, and shall preside.

3.5.3.2 The decision of the Chair of the Governing Body on questions of order, relevancy and regularity and their interpretation of the Constitution, Standing Orders, Scheme of Reservation and Delegation and Prime Financial Policies at the meeting, shall be final.

3.5.4 Quorum

3.5.4.1 The quorum will be six members, of which three will be clinicians (to include one GP), and at least one Lay Member and one voting Director (either the Chief Officer or the Chief Finance Officer).

3.5.4.2 No business shall be transacted at a meeting unless the following are present:

Chief Finance Officer or the Chief Officer; and
Chair or Vice Chair.

3.5.4.3 Where a quorum cannot be convened from the membership of the Board, owing to the arrangements for managing conflicts of interest or potential conflicts of interest, the Chair may invite on a temporary basis one or more of the following to make up the quorum so that the CCG can progress the item of business:

- A member of the Wandsworth CCG (eg non-Voting Director);
- A member of a relevant Health and Wellbeing Board;
- A member of another CCG Board (through a previously agreed formal arrangement).

3.5.4.4 No business other than the appointment of the Chair of the meeting is to be transacted at a meeting if the persons attending do not constitute a quorum.

3.5.4.5 A person in attendance at a Governing Body meeting for a member of the Governing Body shall count towards the quorum only if that person has formal acting up status.

3.5.4.6 If the Chair of the meeting or any member of the Governing Body has 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 the meeting. Such a position shall be recorded in the Minutes of the meeting. The meeting must then proceed to the next business.

3.5.4.7 In situations where all of the Clinical Representatives on the Governing Body have a conflict of interest (as determined in accordance with the CCG's Conflicts of Interest Policy) in relation to any matter to be considered at a meeting, the Chair of

the Governing Body or Vice Chair (Lay) (as appropriate) will decide whether they can take part in the discussions prior to being excluded for the vote in line with the CCG's Conflicts of Interest Policy.

3.5.4.8 Where the office of a member of the Governing Body is shared jointly by more than one person, either or both of those persons may attend or take part in meetings of the Governing Body. The presence of either or both of those persons shall count as the presence of one person.

3.5.5 Emergency Motions

3.5.5.1 Notice of Motion

3.5.5.1.1 A member of the Governing Body wishing to move a motion shall send a written notice to the Chair of the meeting.

3.5.5.1.2 Subject to the agreement of the Chair, a member of the Governing Body may give written notice of an emergency motion after the issue of the notice of the 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 members of the 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.

3.5.5.1.3 A member may only initiate a debate or move a motion on a matter which is not on the Agenda with the consent of the meeting.

3.5.5.1.4 All motions must relate to matters that are within or related to the functions of the Group.

3.5.5.1.5 A motion may be proposed by the Chair of the meeting or any member of the Governing Body present. It must also be seconded by another member.

3.5.5.1.6 The Chair may exclude from the debate at their discretion, any such motion of which notice was not given on the notice summoning the meeting, other than a motion relating to:

- i. the reception of a report
- ii. consideration of any item of business before the members of the Governing Body;
- iii. the accuracy of minutes;
- iv. that the members of the Governing Body proceed to next business;
- v. that the members of the Governing Body adjourn;
- vi. that the question be now put.

3.5.5.1.7 Amendments to motions

a) A motion for amendment shall not be discussed unless it has been proposed and seconded.

b) Amendments to motions shall be moved relevant to the motion, and shall not have the effect of negating the motion before the members of the Governing Body.

c) If there were a number of amendments, they shall be considered one at a time. When a motion has been amended, the amended motion shall become the substantive motion before the meeting, upon which any further amendment may be moved.

3.5.5.1.8 Rights of reply to motions

3.5.5.1.8.1 Amendment - The mover of an amendment may reply to the debate on their amendment immediately prior to the mover of the original motion, who shall have the right of reply at the close of debate on the amendment, but may not otherwise speak on it.

3.5.5.1.8.2 Substantive/original motion

a) The member of the Governing Body who proposed the substantive motion shall have a right of reply at the close of any debate on the motion.

b) Withdrawing a motion

c) A motion, or an amendment to a motion, may be withdrawn.

d) Motions once under debate

e) When a motion is under debate, no motion may be moved other than:

- an amendment to the motion;
- the adjournment of the discussion, or the meeting;
- that the meeting proceed to the next business;
- that the question should now be put;
- the appointment of an “ad hoc” committee to deal with a specific item of business;
- that a member of the Governing Body be not further heard;
- a motion resolving to exclude the public, including the press.

3.5.5.1.8.3 In those cases where the motion is either that the meeting proceeds to the “next” business or “that the question be now put” in the interests of objectivity these should only be put forward by a member of the Governing Body who has not taken part in the debate and who is eligible to vote.

3.5.5.1.8.4 If a motion to proceed to the next business or that the question be now put, is carried, the Chair should give the mover of the substantive motion under debate a right of reply, if not already exercised. The matter should then be put to the vote.

3.5.5.1.9 Motion to Rescind a Resolution

3.5.5.1.9.1 Notice of motion to rescind any resolution (or the general substance of any resolution) which has been passed within the preceding six (6) calendar months shall bear the signature of the member of the Governing Body who gives it and also the signature of three other members of the Governing Body, and before considering any such motion of which notice shall have been given, the members of the Governing Body may refer the matter to any appropriate Committee or Chief Executive (Accountable Officer) for recommendation.

3.5.5.1.9.2 When any such motion has been dealt with by the members of the Governing Body it shall not be competent for any person other than the Chair of the Governing Body to propose a motion to the same effect within six (6) months. This Standing Order shall not apply to motions moved in pursuance of a report or recommendations of a Committee or the Chief Executive (Accountable Officer).

3.5.6 Decision Making

3.5.6.1 Chapter 5 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 Governing Body 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:

- a) Eligibility – every question put to a vote at a meeting shall be determined by a majority of votes of the members of the Governing Body present and voting on the question. In no circumstances may an absent member vote by proxy. Absence is defined as “being absent at the time of the vote”.
- b) Majority necessary to confirm a decision – simple majority of those present at the meeting unless otherwise specified.
- c) Casting vote – the chair of the meeting (the chair will have a vote and if required an additional casting vote).

3.5.7 Record of Attendance

3.5.7.1 The names of all members of the Governing Body present at a meeting shall be recorded in the Minutes of the meeting.

3.5.7.2 Quoracy also needs to be established and recorded for each meeting where decisions are to be taken.

3.5.8 Minutes

3.5.8.1 The Minutes of the Governing Body (including papers considered by the Governing Body) will be formally signed off by the Governing Body at its next meeting. No discussion shall take place upon the Minutes except upon their accuracy or where the Chair of the meeting considers discussion appropriate.

3.5.8.2 Approved Minutes of a meeting shall, unless the contrary is proved, be conclusive proof of the proceedings of that meeting.

3.5.8.3 Minutes shall be circulated in accordance with members of the Governing Body's wishes. Where providing a record of a public meeting, the Minutes shall be made available to the public.

3.5.8.4 Minutes or sections of Minutes, which are of a confidential nature and would not be disclosed under a Freedom of Information Act request, will not be made available.

3.5.9 Admission of public and the press

3.5.9.1 Meetings of the Governing Body will be open to the public except where the CCG considers that it would not be in the public interest to permit members of the public to attend a meeting or part of a meeting.

3.5.9.2 The public meetings of the Governing Body will be announced for the period ahead via the CCG's website. The Agenda and papers for upcoming meetings and past ones will be available from the website. Five spare sets of Agendas and papers will be produced for the benefit of the public who might arrive at the meeting without any.

3.5.9.3 The Chair of the meeting may make whatever arrangements he/she considers appropriate to enable those attending a meeting to listen or contribute, including to exercise their rights to speak or vote.

3.5.9.4 Any members of the public who attend a meeting of the Governing Body have no right to speak other than by invitation from the Chair of the meeting.

- 3.5.9.5 The Chair of the meeting may exclude any member of the public from a meeting if they are interfering with, or preventing, its proper conduct.
- 3.5.9.6 The Governing Body must pass 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 due to the confidential nature of the business to be transacted – publicity on which would be prejudicial to the public interest, Section 1 (2), Public Bodies (Admission to Meetings) Act 1960.”
- 3.5.9.7 Information and discussion of a confidential nature includes:
- a) information relating to a patient, unless it can be anonymised;
 - b) information relating to an employee or office holder, former employee or applicant for any post or office;
 - c) the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
 - d) negotiations or consultation concerning labour relations between the CCG and its employees;
 - e) any issue relating to legal proceedings which are being contemplated or instituted by or against the CCG;
 - f) action being taken to prevent or detect crime or to prosecute offenders;
 - g) the source of information given to the CCG in confidence; or
 - h) any other matter which, in the opinion of the Chair, is confidential or the public disclosure of which would prejudice the effective discharge of the CCG's functions.
- 3.5.9.8 Where a meeting is held in private, the relevant reason from the list above must be given. Guidance should be sought from the CCG's Freedom of Information Lead to ensure correct procedure is followed on matters to be included in the exclusion.
- 3.5.9.9 Where it is anticipated that members of the public will be excluded from a meeting, due to the nature of the business scheduled for the meeting, the public Agenda will identify the topic for which such exclusion is to be considered.
- 3.5.9.10 A meeting can consider an emergency resolution to exclude the public/press, or to adjourn to a private place, if any of those present are disrupting its business and will not leave on request.
- 3.5.9.11 Matters to be dealt with by the Governing Body following the exclusion of representatives of the press, and other members of the public, shall be confidential to the members of the Governing Body and any employees of the CCG or other individuals in attendance at the meeting.
- 3.5.9.12 When the public/press are excluded from a meeting, the members of the Governing Body, employees of the CCG and any other individuals in attendance at the meeting will be required not to disclose outside the meeting the contents of papers marked “In Confidence”, Minutes headed “Items Taken in Private” or the content of any discussions without the express permission of the Chair of the meeting. The discussion may identify a future point at which the contents will no longer be confidential and the Minutes shall record this.
- 3.5.9.13 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 any meetings. Such permission shall be granted only upon resolution of the members of the relevant meeting.

3.5.10 Petitions

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

3.6 Annual General Meeting

- 3.6.1 The Governing Body will hold one meeting a year in public for the purpose of presenting the Annual Report and Annual Accounts to members of the public (AGM).
- 3.6.2 The AGM shall be held in the area in premises that are easily accessible by members of the public.
- 3.6.3 Notice of the AGM will be
- a) Communicated to all Governing Body members and Members; and
 - b) Published on the CCG's website at least ten (10) working days before the meeting.
- 3.6.4 A substantial proportion of the AGM will be given over to hearing and responding to the views and questions of the public.
- 3.6.5 The Chair of the meeting may exclude any member of the public from the AGM if they are interfering with, or preventing, its proper conduct.

3.7 Primary Care Committee Meetings

- 3.7.1 The Committee will operate in accordance with the CCG's Standing Orders. The Business Manager for Wandsworth CCG will be responsible for giving notice of meetings. This will be accompanied by an agenda and supporting papers and sent to each member representative no later than 5 working days before the date of the meeting. When the Chair of the Committee deems it necessary in light of the urgent circumstances to call a meeting at short notice, the notice period shall be such as s/he shall specify.
- 3.7.2 Each member of the Committee shall have one vote. The Committee shall reach decisions by a simple majority of members present, but with the Chair having a second and deciding vote, if necessary. However, the aim of the Committee will be to achieve consensus by decision-making wherever possible.
- 3.7.3 The Chair shall determine if any conflicted member should leave the discussion or be excluded from the decision making process.

3.7.4 Quorum

- 3.7.4.1 The Committee will be quorate with 7 out of the 12 voting Members in attendance, with at least one Lay Member Present who is not the Chair (but can include Associate Lay Members), and the Chief Accountable Officer or Chief Finance Officer in attendance.

3.7.5 Frequency of meetings

3.7.5.1 The Committee shall meet at least quarterly in public with the inclusion of ad hoc seminars held in private for developmental purposes.

3.7.6 Meetings of the Committee shall:

- a) be held in public, subject to the application of 31(b);
- b) the Committee may resolve to exclude the public from a meeting that is open to the public (whether during the whole or part of the proceedings) whenever publicity would be prejudicial to the public interest by reason of the confidential nature of the business to be transacted or for other special reasons stated in the resolution and arising from the nature of that business or of the proceedings or for any other reason permitted by the Public Bodies (Admission to Meetings) Act 1960 as amended or succeeded from time to time.

3.7.7 Decisions

3.7.7.1 The Committee will make decisions within the bounds of its remit.

3.7.7.2 The decisions of the Committee shall be binding on NHS England and Wandsworth CCG.

3.7.7.3 The Committee will produce an executive summary report which will be presented to the London Area Team of NHS England and the governing body of Wandsworth of the CCG.

3.7.8 Reporting

3.7.8.1 The Committee will report to the CCG Governing Body on the decisions made within the bounds of its remit.

3.7.9 Immediate and urgent decisions

3.7.9.1 There may be instances when the Committee is required to make a decision in advance of the regular full committee meetings in light of unforeseen circumstances. Depending on the urgency of the matter such decisions may need to be immediate (i.e. to be made in 24 hours) or urgent (i.e. to be made in timeframes longer than 24 hours but in advance of the next scheduled meeting).

3.7.9.2 The Director of Primary Care Development will decide when an immediate or urgent decision is required and will initiate the decision making process.

3.7.9.3 In the instances where an immediate decision is needed the Director of Primary Care Development will arrange a meeting with the Chair or Vice Chair (if Chair is not available) and the CCG Accountable Officer to take the decision. Such decisions will only be taken in exceptional circumstances, such as the need to close a practice due to clinical reasons or contractor death. Any immediate decisions taken under this procedure will be presented at the next Committee meeting.

3.7.9.4 In the instances when the Director of Primary Care Development deems it necessary to request an urgent decision the Chair will be contacted. The Chair or Vice Chair (if Chair not available) may deem it necessary to call a meeting at short notice outside the regular full committee meetings as set out above.

3.8 Joint Locality Members' Forum

3.8.1 Chapter 3.11 of the CCG's Constitution, sets out the process for the Joint Locality Members' Forum. The Terms of Reference are included as Appendix 5 of the CCG's Constitution.

3.9 Committees and Sub-committees

3.9.1 The Governing Body may arrange for any of its functions to be exercised on its behalf by any Committee or Sub-committee of the Governing Body.

3.9.2 Where Committees are authorised to establish Sub-committees they may not delegate executive powers to the Sub-committee unless expressly authorised by the Governing Body.

3.9.3 For all other of the CCG's Committees and Sub-committees, including the Primary Care Committee, Governing Body's Committees and Sub-Committees, the details of how meetings are called are set out in the appropriate terms of reference.

3.9.4 At any meeting of a Committee or Sub-committee of the Governing Body, the Chair of the relevant Committee or Sub-committee, if any and if present, shall preside. If the Chair is absent from the meeting, the Deputy Chair, if any and if present, shall preside.

3.9.5 If the Chair is absent temporarily on the grounds of a declared conflict of interest, the Deputy Chair of the Committee, if present, shall preside. If both the Chair and Deputy Chair are absent, or are disqualified from participating, or there is neither a Chair nor a Deputy Chair of the Committee, a member of the Committee shall be chosen by the members present, or by a majority of them, and shall preside.

3.9.6 The quorum for each Committee and Sub-committee and the status of representatives shall be set out in the terms of reference for the relevant Committee or Sub-committee. Conflicts of interest in relation to these committees shall be dealt with in accordance with the CCG's Conflicts of Interest Policy.

3.9.7 At each meeting of a Committee or Sub-committee, the names of all members present at the meeting shall be recorded in the Minutes of the meeting.

3.9.8 Meetings of Committees and Sub-committees of the Governing Body shall be held in private. Unless they are a member of a Committee or Sub-committee of the Governing Body, no member of the public or press shall attend meetings of Committees or Sub-committees except by the express permission of the Chair of that Committee or Sub-committee.

3.9.9 The provisions of these Standing Orders shall apply where relevant to the operation of the Governing Body's Committees and Sub-committees unless stated otherwise in the Committee or Sub-committee terms of reference.

3.10 Conduct of Meetings

3.10.1 The order of business at a meeting shall follow that set out in the Agenda unless it is varied by the Chair with the consent of the meeting.

3.10.2 Members shall be respectful of each other and not make derogatory personal references or use offensive expressions or improper language to any other member or any employee of the CCG.

3.10.3 A member must speak to the subject under discussion. The Chair may call attention to any irrelevance, repetition, unbecoming language or other improper conduct on the part of a member and, where the member persists in that conduct, may direct that member to cease speaking.

3.10.4 A ruling by the Chair on any questions of order, whether or not provided for by the Standing Orders, shall be final and shall not be open to debate.

4. CONFLICTS OF INTEREST

4.1 The policy and procedure for declaring and managing conflicts of interest is published on the CCG's website.

5. EMERGENCY POWERS AND URGENT DECISIONS

5.1 In an emergency, where a decision must be made by the CCG or Governing Body before its next meeting, the powers and duties of the CCG or Governing Body may be exercised by the Chair (Emergency Action).

5.2 For this purpose "emergency" means circumstances in which:

- a) the CCG will be unable to discharge its statutory functions or be exposed to a significant level of risk if urgent action is not taken; or
- b) urgent action must be taken to prevent loss, damage or significant disadvantage to the CCG.

5.3 For the avoidance of doubt, a matter is not an emergency solely because it has been omitted from inclusion in the Agenda for a meeting of the CCG, Governing Body, or any Committee or Sub-committee on a particular occasion.

5.4 Before taking any Emergency Action, the Chair must consult the Chief Officer and a Lay Member.

5.5 The Emergency Action functions of the Chair and Chief Officer may be exercised by such other persons as the Chair and Chief Officer may respectively nominate in writing.

5.6 Urgent decisions must be reported to the next Governing Body meeting following the urgent decision for ratification by the full meeting together with a report detailing the grounds on which it was decided to take the decision on an urgent basis and the efforts made to contact the relevant other members of the Governing Body prior to taking the decision.

6. SUSPENSION OF STANDING ORDERS

6.1 Except where it would contravene any statutory provision or any direction made by the Secretary of State for Health or NHS England or the rules relating to the quorum of the meeting, any part of these Standing Orders may be suspended at any meeting of the Governing Body, provided that at least two-thirds of the whole number of the members of the Governing Body are present and that at least two-thirds of those members present signify their agreement to such suspension.

6.2 In addition, those present must include:

- a) a member of the Governing Body who is an employee of the CCG or holds a paid appointment or office with the CCG, and
- b) a member of the Governing Body who is not an employee of the CCG or holds a paid appointment or office with the CCG.

6.3 A decision to suspend Standing Orders, together with the reasons for doing so, shall be recorded in the Minutes of the meeting.

6.4 A separate record of matters discussed during the suspension shall be kept and made available to the Chair and Members of the CCG.

6.5 No formal business shall be transacted while Standing Orders are suspended.

6.6 The Audit Committee shall review every decision to suspend Standing Orders.

7. DUTY TO REPORT NON-COMPLIANCE WITH STANDING ORDERS AND PRIME FINANCIAL POLICIES

7.1 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 the CCG and staff have a duty to disclose any non-compliance with these Standing Orders to the Chief Executive (Accountable Officer) as soon as possible.

8. USE OF SEAL AND AUTHORISATION OF DOCUMENTS

8.1 Clinical Commissioning Group's Seal

8.1.1 The CCG may have a seal for executing documents where necessary. The seal shall be kept by the Chief Executive (Accountable Officer), or a nominated manager by him/her in a secure place.

8.1.2 Where it is necessary that a document shall be sealed, the seal shall be affixed in the presence of two of the following persons and shall be attested by them:

- a) the Chief Officer;
- b) the Chair of the Governing Body;
- c) the Chief Finance Officer.

8.1.3 The Chief Officer (Accountable Officer) shall keep a register in which he/she, or another manager of the CCG authorised by him/her, shall enter a record of the

sealing of every document. Use of the seal will be documented at the following Governing Body meeting.

8.1.4 The seal shall be used in the following situations unless agreed otherwise by the Governing Body:

- a) all contracts for the purchase/lease of land and/or building
- b) all contracts for capital works exceeding £100,000;
- c) all lease agreements where the annual lease charge exceeds £10,000 per annum and the period of the lease exceeds beyond five years;
- d) any other lease agreement where the total payable under the lease exceeds £100,000;
- e) any contract or agreement with organisations other than NHS or other government bodies including local authorities where the annual costs exceed or are expected to exceed £100,000.

8.2 Execution of a document by signature

8.2.1 The following individuals are authorised to execute a document on behalf of the CCG by their signature:

- a) the Chief Officer;
- b) the Chair of the Governing Body;
- c) the Chief Finance Officer.

8.2.2 Where any document will be a necessary step in legal proceedings on behalf of the CCG, it shall, unless an enactment otherwise requires or authorises, be signed by the Chief Officer (Accountable Officer) or member of the Governing Body nominated by the Chief Officer (Accountable Officer).

9. OVERLAP WITH OTHER CLINICAL COMMISSIONING GROUP POLICY STATEMENTS / PROCEDURES AND REGULATIONS

9.1 Policy Statements: general principles

9.1.1 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.