

## Public Health Scotland Standing Orders

### Standing orders for the proceedings and business of the Public Health Scotland Board and its Committees

#### 1 General

- 1.1 Public Health Scotland (PHS) was constituted as a national Special Health Board by the Public Health Scotland Order 2019 and whilst constituted as an NHS Scotland Board is jointly sponsored by the Scottish Government and the Convention of Scottish Local Authorities.
- 1.2 These Standing Orders for regulation of the conduct and proceedings of the Public Health Scotland Board, [the Board] and its Committees are made under the terms of The Health Boards (Membership and Procedure) (Scotland) Regulations 2001 (2001 No. 302), as amended up to and including The Health Boards (Membership and Procedure) (Scotland) Amendment Regulations 2016 (2016 No. 3). Public Health Scotland is also covered by the Standards Commission for Scotland in relation to the implementation and application of the Model Code of Conduct for Board Members.
- 1.3 The NHS Scotland Health Boards and Special Health Boards - Blueprint for Good Governance (issued through DL (2022) 38) has informed these Standing Orders. The Blueprint describes the functions of the Board as:
  - Setting the direction of the organisation, clarifying priorities and defining expectations.
  - Holding the senior leadership team to account and seeking assurance that the organisation is being effectively managed.

- Managing risks to the quality, delivery and sustainability of services.
- Engaging with stakeholders.
- Influencing the Board's and the organisation's culture.

Further information on the role of the Board, Board members, the Chair, Vice-Chair, and the Chief Executive is available on the NHS Scotland Board Development [website](#).

- 1.4 The Scottish Ministers appoint the members of the PHS Board. The appointment process is undertaken in partnership with the Convention of Scottish Local Authorities (COSLA). The Scottish Ministers, in consultation with COSLA, will also attend to any issues relating to the resignation and removal, suspension and disqualification of members in line with the above regulations and Board Member Code of Conduct.
- 1.5 Any statutory provision, regulation or direction by Scottish Ministers will have precedence if they are in conflict with these Standing Orders.
- 1.6 Any one or more of these Standing Orders may be varied or revoked at a meeting of the Board by a majority of members present and voting, provided the notice for the meeting at which the proposal is to be considered clearly states the extent of the proposed repeal, addition or amendment. The Board will review its Standing Orders and Committee Terms of Reference annually.
- 1.7 Any member of the Board may on reasonable cause shown be suspended from the Board or disqualified from taking part in any business of the Board in specified circumstances. The Scottish Ministers, in consultation with COSLA, may by determination suspend a member from taking part in the business (including meetings) of the

Board. Paragraph 5.4 sets out when the person presiding at a Board meeting may suspend a Board member for the remainder of a specific Board meeting. The Standards Commission for Scotland can apply sanctions if a Board member is found to have breached the Board Members' Code of Conduct, and those include suspension and disqualification. The regulations (see paragraph 1.2) also set out grounds for why a person may be disqualified from being a member of the Board.

### **Board Members – Ethical Conduct**

- 1.8 Members have a personal responsibility to comply with the Code of Conduct for Members of the Public Health Scotland Board. The Standards Commission for Scotland can investigate complaints about members who are alleged to have breached their Code of Conduct.
- 1.9 The Board have appointed a Standards Officer. For clarity the role of Standards Officer for Public Health Scotland falls within the remit of the Head of Governance and Resources. This individual is responsible for carrying out the duties of that role, however they may delegate the carrying out of associated tasks to other members of staff. The Board's appointed Standards Officer will ensure that the Board's Register of Interests is maintained. When a member needs to update or amend their entry in the Register, they must notify the Board's appointed Standards Officer of the need to change the entry within one month after the date the matter required to be registered.
- 1.10 The Board's appointed Standards Officer will ensure the Register is available for public inspection at the principal offices of the Board at all reasonable times and will be included on the Board's website.

- 1.11 Members must always consider the relevance of any interests they may have to any business presented to the Board or one of its committees. Members must observe paragraphs 5.6 - 5.10 of these Standing Orders, and have regard to Section 5 of the Code of Conduct (Declaration of Interests).
- 1.12 In case of doubt as to whether any interest or matter should be declared, in the interests of transparency, members are advised to make a declaration.
- 1.13 Members will make a declaration of any gifts or hospitality received in their capacity as a Board member. Such declarations will be made to the Board's appointed Standards Officer who will make them available for public inspection at all reasonable times at the principal offices of the Board and on the Board's website. The Register of Interests includes a section on gifts and hospitality. The Register may include the information on any such declarations, or cross-refer to where the information is published.
- 1.14 The Board's Standards Officer will provide a copy of these Standing Orders to all members of the Board on appointment. A copy will also be held on the Board's website.

## **2 Chair**

- 2.1 The Scottish Ministers will appoint the Chair of the Board.

## **3 Vice-Chair**

- 3.1 The Chair will nominate a candidate or candidates for Vice-Chair of the Board to the Cabinet Secretary. The candidate(s) must be a non-

executive member of the Board. A member who is an employee of a Board is disqualified from being Vice-Chair. The Cabinet Secretary, following consultation with COSLA, will in turn determine who to appoint based on evidence of effective performance and evidence that the member has the skills, knowledge and experience needed for the position. Following the decision, the Board will appoint the member as Vice-Chair. Any person so appointed will, so long as they remain a member of the Board, continue in office for such a period as the Board may decide.

- 3.2 The Vice-Chair may at any time resign from that office by giving notice in writing to the Chair. The process to appoint a replacement Vice-Chair is described at paragraph 3.1.
  
- 3.3 Where the Chair has died, ceased to hold office, or is unable for a sustained period of time to perform their duties due to illness, absence from Scotland or for any other reason, then the Board's Head of Governance and Resources should refer this to the joint Scottish Government and COSLA sponsor team. The Cabinet Secretary, following consultation with COSLA, will confirm which Member may assume the role of interim Chair in the period until the appointment of a new Chair, or the return of the appointed Chair. Where the Chair is absent for a short period due to leave (for whatever reason) the Vice-Chair will assume the role of the Chair in the conduct of the business of the Board. In either of these circumstances references to the Chair will, so long as there is no Chair able to perform the duties, be taken to include references to either the interim Chair or the Vice-Chair. If the Vice-Chair has been appointed as the Interim Chair, then the process described at paragraph 3.1 will apply to replace the Vice-Chair.

- 3.4 Led by the Vice-Chair of the Board, the non-executive members should meet without the Chair present at least annually and on other such occasions as are deemed appropriate. The outcomes from any meetings shall be shared with the Chair.

#### **4 Calling and Notice of Board Meetings**

- 4.1 The Chair may call a meeting of the Board at any time and will call a meeting when required to do so by the Board. The Board will meet at least four times in the year and will annually approve a forward schedule of meeting dates.
- 4.2 The Chair will determine the final agenda for all Board meetings. The agenda may include an item for any other business, however this can only be for business which the Board is being informed of for awareness, rather than being asked to make a decision. No business will be transacted at any meeting of the Board other than that specified in the notice of the meeting except on grounds of urgency.
- 4.3 Any member may propose an item of business to be included in the agenda of a future Board meeting by submitting a request to the Chair. If the Chair elects to agree to the request, then the Chair may decide whether the item is to be considered at the Board meeting which immediately follows the receipt of the request, or a future Board meeting. The Chair will inform the member which meeting the item will be discussed. If any member has a specific legal duty or responsibility to discharge which requires that member to present a report to the Board, then that report will be included in the agenda.

- 4.4 In the event that the Chair decides not to agree to include the item of business on the agenda of a Board meeting, then the Chair will inform the member in writing as to the reasons why.
- 4.5 A Board meeting may be called if one third of the whole number of members signs a request for that purpose. The requisition must specify the business proposed to be transacted. The Chair is required to call a meeting within seven days of receiving the requisition. If the Chair does not do so, or simply refuses to call a meeting, those members who presented the request may call a meeting by signing an instruction to approve the notice calling the meeting provided that no business will be transacted at the meeting other than that specified in the request.
- 4.6 Before each meeting of the Board, a notice of the meeting (in the form of an agenda), specifying the time, place and business proposed to be transacted at it and approved by the Chair, or by a member authorised by the Chair to approve on that person's behalf, will be circulated to every member so as to be available to them at least three clear days before the meeting. The notice will be distributed along with any papers for the meeting that are available at that point.
- 4.7 With regard to calculating clear days for the purpose of notice under 4.6 and 4.9, the period of notice excludes the day the notice is sent out and the day of the meeting itself. Additionally, only working days (Monday to Friday) are to be used when calculating clear days; weekend days and public holidays should be excluded.

Example: If a Board is meeting on a Wednesday, the notice and papers for the meeting should be distributed to members no later than the preceding Thursday. The three clear days would be Friday, Monday

and Tuesday. If the Monday was a public holiday, then the notice and papers should be distributed no later than the preceding Wednesday.

- 4.8 Lack of service of the notice on any member will not affect the validity of a meeting.
- 4.9 Board meetings will be held in public. A public notice of the time and place of the meeting will be provided at least three clear days before the meeting is held. The notice and the meeting papers will also be placed on the Board's website. The meeting papers will include the minutes of Committee meetings which the relevant Committee has approved. The exception is that the meeting papers will not include the minutes of the Remuneration Committee. The Board may determine its own approach for Committees to inform it of business which has been discussed in Committee meetings for which the final minutes are not yet available. For items of business which the Board will consider in private session (see paragraph 5.22), only the Board members will normally receive the meeting papers for those items, unless the person presiding agrees that others may receive them.
- 4.10 In relation to matters of urgency that cannot wait until the next available meeting of the Board or the relevant Board Committee, The Chief Executive or the Director of Strategy, Governance and Performance in conjunction with the Board Chair or in the case of a Board Committee, the Chair of the Board Committee, may authorise the matter to be resolved by electronic correspondence to the Board or Board Committee. Such matters will be presented to the Board or Board Committee in the usual fashion – i.e. a report stating the action required, coupled with any supporting documentation. Once the decision has been reached a minute will be produced and will be



presented to the next available meeting of the Board or Board Committee for approval.

- 4.11 For the avoidance of doubt, the provisions set out in section four also apply to the management of Board Committee meetings with the clarity that Board Committee meetings are NOT held in public.

## **5 Conduct of Meetings**

### **Authority of the Person Presiding at a Board Meeting**

- 5.1 The Chair will preside at every meeting of the Board. The Vice-Chair will preside if the Chair is absent. If both the Chair and Vice-Chair are absent, the members present at the meeting will choose a Board member who is not an employee of a Board to preside. The same will apply to Board Committees.
- 5.2 The duty of the person presiding at a meeting of the Board or one of its Committees is to ensure that the Standing Orders or the Board Committee's terms of reference are observed, to preserve order, to ensure fairness between members, and to determine all questions of order and competence. The ruling of the person presiding will be final and will not be open to question or discussion.
- 5.3 The person presiding may direct that the meeting can be conducted in any way that allows members to participate, regardless of where they are physically located, e.g. video-conferencing, teleconferencing. For the avoidance of doubt, those members using such facilities will be regarded as present at the meeting.

- 5.4 In the event that any member who disregards the authority of the person presiding, obstructs the meeting, or conducts themselves inappropriately the person presiding may suspend the member for the remainder of the meeting. If a person so suspended refuses to leave when required by the person presiding to do so, the person presiding will adjourn the meeting in line with paragraph 5.12. For paragraphs 5.5 to 5.20, reference to 'Chair' means the person who is presiding the meeting, as determined by paragraph 5.1.

### **Quorum**

- 5.5 The Board will be deemed to meet only when there are present, and entitled to vote, a quorum of at least one third of the whole number of members, including at least two members who are not employees of the Board. The quorum for Board Committees will be set out in their terms of reference, however it can never be less than two Board members.
- 5.6 In determining whether or not a quorum is present the Chair must consider the effect of any declared interests.
- 5.7 If a member, or an associate of the member, has any financial or other interest, direct or indirect, in any contract, proposed contract or other matter under consideration by the Board or a Board Committee, the member should declare that interest at the start of the meeting. This applies whether or not that interest is already recorded in the Board Members' Register of Interests. Following such a declaration, the member will be excluded from the Board or Board Committee meeting when the item is under consideration, and should not be counted as participating in that meeting for quorum or voting purposes.

- 5.8 Paragraph 5.7 will not apply where a member's, or an associate of theirs, interest in any company, body or person is so remote or insignificant that it cannot reasonably be regarded as likely to affect any influence in the consideration or discussion of any question with respect to that contract or matter. In March 2015, the Standards Commission for Scotland granted a dispensation to all NHS Board Members who are also voting members of integration joint boards. The effect is that those members do not need to declare as an interest that they are members of an integration joint board when taking part in discussions of general health and social care issues. However, members still have to declare other interests as required by Section 5 of the Board Members' Code of Conduct.
- 5.9 If a question arises at a Board meeting or a meeting of a Board Committee as to the right of a member to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting be referred to the Chair. The Chair's ruling in relation to any member other than the Chair is to be final and conclusive. If a question arises with regard to the participation of the Chair in the meeting (or part of the meeting) for voting or quorum purposes, the question is to be decided by the members at that meeting. For this latter purpose, the Chair is not to be counted for quorum or voting purposes.
- 5.10 Paragraphs 5.6-5.9 will equally apply to members of any Board Committees, whether or not they are also members of the Board, e.g. stakeholder representatives.
- 5.11 When a quorum is not present, the only actions that can be taken are to either adjourn to another time or abandon the meeting altogether and call another one. The quorum should be monitored throughout the

conduct of the meeting in the event that a member leaves during a meeting, with no intention of returning. The Chair may set a time limit to permit the quorum to be achieved before electing to adjourn, abandon or bring a meeting that has started to a close.

### **Adjournment**

- 5.12 If it is necessary or expedient to do so for any reason (including disorderly conduct or other misbehaviour at a meeting), a meeting may be adjourned to another day, time and place. A meeting of the Board, or of a Committee of the Board, may be adjourned by the Chair until such day, time and place as the Chair may specify.

### **Business of the Meeting**

#### **The Agenda**

- 5.13 If a member wishes to add an item of business which is not in the notice of the meeting, they must make a request to the Chair ideally in advance of the day of the meeting and certainly before the start of the meeting. The Chair will determine whether the matter is urgent and accordingly whether it may be discussed at the meeting.
- 5.14 The Chair may change the running order of items for discussion on the agenda at the meeting. Please also refer to paragraph 4.2.

#### **Decision-Making**

- 5.15 The Chair may invite the lead for any item to introduce the item before inviting contributions from members. Members should indicate to the Chair if they wish to contribute, and the Chair will invite all who do so to

contribute in turn. Members are expected to question and challenge proposals constructively and carefully to reach and articulate a considered view on the suitability of proposals. In doing so members must conduct themselves in line with the expectations of the Code of Conduct and the values of the organisation.

- 5.16 The Chair will consider the discussion, and whether or not a consensus has been reached. Where the Chair concludes that consensus has been reached, then the Chair will normally end the discussion of an item by inviting agreement to the outcomes from the discussion and the resulting decisions of the Board.
- 5.17 As part of the process of stating the resulting decisions of the Board, the Chair may propose an adaptation of what may have been recommended to the Board in the accompanying report, to reflect the outcome of the discussion.
- 5.18 The Board may reach consensus on an item of business without taking a formal vote, and this will normally be what happens where consensus has been reached.
- 5.19 Where the Chair concludes that there is not a consensus on the Board's position on the item and/ or what it wishes to do, then the Chair will put the decision to a vote. If at least two Board members ask for a decision to be put to a vote, then the Chair will do so. Before putting any decision to vote, the Chair will summarise the outcome of the discussion and the proposal(s) for the members to vote on.
- 5.20 Where a vote is taken, the decision will be determined by a majority of votes of the all Non-Executive members. For avoidance of doubt this includes Non-Executives who are nominated by COSLA and the Non

Executive who is the Employee Director and who are present and voting on the question. Any Executive Members of the Board (Executive Officers appointed by virtue of their position as employees), including the Chief Executive, will not be entitled to vote. In the case of an equality of votes, the Chair will have a second or casting vote. The Chair may determine the method of taking the vote, which may be by a show of hands, or by ballot, or any other method the Chair determines.

- 5.21 While the meeting is in public the Board may not exclude members of the public and the press (for the purpose of reporting the proceedings) from attending the meeting.
- 5.22 For the avoidance of doubt the provisions outlined in paragraphs 5.15 to 5.20 (inclusive) pertain equally to meetings of Board Committees.

### **Board Meeting in Private Session**

- 5.22 The Board may agree to meet in private in order to consider certain items of business. The Board may decide to meet in private on the following grounds:
- The Board is still in the process of developing proposals or its position on certain matters, and needs time for private deliberation.
  - The business relates to the commercial interests of any person and confidentiality is required, e.g. when there is an ongoing tendering process or contract negotiation.
  - The business necessarily involves reference to personal information, and requires to be discussed in private in order to uphold the Data Protection Principles.

- The Board is otherwise legally obliged to respect the confidentiality of the information being discussed.

5.21 The minutes of the meeting will reflect when the Board has resolved to meet in private.

### **Minutes**

5.22 The names of members present at a meeting of the Board, or of a Committee of the Board, will be recorded in the minute of the meeting. The names of other persons in attendance will also be recorded.

5.23 The Governance Lead (or their authorised nominee) will prepare the minutes of meetings of the Board and its Committees. In conjunction with the Director of Strategy, Governance and Performance and the Head of Governance and Resources, the draft minute will be submitted to the Board Chair or the Chair of the Board Committee for approval in advance of it being issued in draft form to all members of the Board or Board Committee. The Board or the Board Committee will review the draft minutes at the following meeting and pending any agreed amendments will approve the minutes.

5.24 As set out in paragraph 4.9, approved minutes of Board Committees will progress to the next available meeting of the Board for noting with Board Committee Chairs or Vice Chairs providing assurance to the Board on the matters that were considered by their respective Board Committee and highlighting any areas of concern or risks that require escalation to the Board for their further consideration or decision.

## 6 Matters Reserved for the Board

### Introduction

- 6.1 The Scottish Government retains the authority to approve certain items of business, in consultation with COSLA. There are other items of the business which can only be approved at a PHS Board meeting, due to either Scottish Government directions or a Board decision in the interests of good governance practice.
- 6.2 This section summarises the matters reserved to the Board:
- a) Standing Orders.
  - b) The establishment and terms of reference of all its Committees, and appointment of Committee members including Committee Chairs and Vice Chairs.
  - c) Organisational Values.
  - d) The strategies for all the functions that it has planning responsibility for, subject to any provisions for major service change which require joint Ministerial and COSLA approval.
  - e) The Annual Operational Plan for submission to the joint Scottish Government and COSLA sponsor team for its approval.
  - f) Corporate objectives or corporate plans which have been created to implement its agreed strategies.
  - g) Risk Management Policy.
  - h) Financial plan for the forthcoming year, and the opening revenue and capital budgets.
  - i) Standing Financial Instructions and a Scheme of Delegation.
  - j) Annual Accounts and Report. (Note: This must be considered when the Board meets in private session. In order to respect Parliamentary Privilege, the Board cannot publish the annual accounts or any



information drawn from it before the accounts are laid before the Scottish Parliament. Similarly the Board cannot publish the report of the external auditors of their annual accounts in this period.)

- k) Any business case item that is beyond the scope of its delegated financial authority before it is presented to the Scottish Government for approval. The Board will comply with the [Scottish Capital Investment Manual](#).
  - l) The Board will approve the content, format, and frequency of performance reporting to the Board.
  - m) The appointment of the Board's chief internal auditor. (Note: This applies either when the proposed chief internal auditor will be an employee of the Board, or when the chief internal auditor is engaged through a contract with an external provider. The Finance, Audit and Risk Committee should advise the Board on the appointment, and the Board may delegate to the Finance, Audit and Risk Committee oversight of the process which leads to a recommendation for appointment.)
  - n) Arrangements for the approval of all policies.
  - o) The system of responding to any civil actions raised against the Board.
  - p) The system for responding to any occasion where the Board is being investigated and/or prosecuted for a criminal or regulatory offence.
- 6.3 The Board may be required by law or Scottish Government direction to approve certain items of business, e.g. the integration schemes for a local authority area.
- 6.4 The Board itself may resolve that other items of business be presented to it for approval.

## **7 Delegation of Authority by the Board**

- 7.1 Except for the Matters Reserved for the Board, the Board may delegate authority to act on its behalf to Board Committees. In practice this is achieved primarily through the Board's approval of the Standing Financial Instructions ([PHS SFIs](#)) and the Scheme of Delegation.
- 7.2 The Board may delegate responsibility for certain matters to the Chair for action. In such circumstances, the Chair should inform the Board of any decision or action subsequently taken on these matters.
- 7.3 The Board and its officers must comply with the [NHS Scotland Property Transactions Handbook](#), and this is cross-referenced in the Scheme of Delegation.
- 7.4 The Board may, from time to time, request reports on any matter or may decide to reserve any particular decision for itself. The Board may withdraw any previous act of delegation to allow this.

## **8 Execution of Documents**

- 8.1 Where a document requires to be authenticated under legislation or rule of law relating to the authentication of documents under the Law of Scotland, or where a document is otherwise required to be authenticated on behalf of the Board, it will be signed by an executive member of the Board or any person duly authorised to sign under the Scheme of Delegation in accordance with the Requirements of Writing (Scotland) Act 1995. Before authenticating any document the person authenticating the document will satisfy themselves that all necessary approvals in terms of the Board's procedures have been satisfied. A document executed by the Board in accordance with this paragraph will

be self-proving for the purposes of the Requirements of Writing (Scotland) Act 1995.

- 8.2 Scottish Ministers will direct which officers of the Board can sign on their behalf in relation to the acquisition, management and disposal of land.
- 8.3 Any authorisation to sign documents granted to an officer of the Board will terminate upon that person ceasing (for whatever reason) from being an employee of the Board, without further intimation or action by the Board.

## 9 Committees

- 9.1 Subject to any direction issued by Scottish Ministers, the Board will appoint such Board Committees (and sub-Committees) as it thinks fit. The [NHS Scotland Board Development website](#) will identify the Board Committees which the Board must establish.

As of April 2020 the PHS Board has established the following Committees:

PHS Finance, Audit and Risk Committee

PHS Public Health and Wellbeing Governance Committee

PHS Remuneration Committee

PHS Staff Governance Committee

- 9.2 The Board will appoint the Chairs and Vice Chairs of all Board Committees. The Board will approve the terms of reference and membership of the Board Committees. The Board will review these as and when required, and will review the terms within two years of their approval if there has not been a review.

- 9.3 From amongst its members the Board may appoint Board Committees, consisting of four or more persons, for the purpose of carrying out its business. Such Board Committees will be responsible to the Board for all of their actions. Those Board Committees will have delegated authority to make decisions within their terms of reference, and such decisions will subsequently be reported to the Board. For this purpose accurate minutes of each Board Committee meeting must be kept for submission to the Board. Each Board Committee will have a Chair and Vice Chair who will be non-executive Board members and will be appointed by the Board from amongst its members, as determined by the Board. The Committee Chairs and Vice-Chairs will be appointed for a term of four years with a mid-term review at two years. The Chair of the Board will review the appointment with the Committee Chair and Vice-Chair at the mid-term and conclusion of the term of office and make a recommendation to the Board for the re-appointment of the Chair and Vice-Chair or termination of the term of office. The Chair and Vice-Chair of the Committee will not be appointed as a Chair or Vice-Chair of any other Board Committee. In the absence of the Chair or Vice-Chair, the Board Committee will appoint from among its members, but excluding officers of the Board, an Acting Chair for the meeting in question.
- 9.4 The Board will appoint Board Committee members to fill any vacancy in the membership as and when required. If a Board Committee is required by regulation to be constituted with a particular membership, then the regulation must be followed.
- 9.5 Provided there is no Scottish Government instruction to the contrary, any non-executive Board member may replace a Board Committee member who is also a non-executive Board member, if such a

replacement is necessary to achieve the quorum of the Board Committee.

- 9.6 For the avoidance of doubt, the Board's Standing Orders relating to the calling and notice of Board meetings, conduct of meetings, and conduct of Board members will also be applied to Board Committee meetings where the Board Committee's membership consist of or include Board members. The Board Committee's meetings will not be held in public and the associated Board Committee papers will not be placed on the Board's website, unless the Board specifically elects otherwise. Generally, Board members who are not members of a Board Committee may attend a Board Committee meeting and have access to the meeting papers. However, if the Board Committee elects to consider certain items as restricted business, then the meeting papers for those items will normally only be provided to members of that Board Committee. The person presiding the Board Committee meeting may agree to share the meeting papers for restricted business papers with others.
- 9.7 The Board will annually approve a forward schedule of meeting dates for its Board Committees. The Board Committee chair may call a meeting any time, and will call a meeting when requested to do so by the Board.
- 9.8 The Board may authorise Board Committees to co-opt members for a period up to one year, subject to the approval of both the Board and the Accountable Officer. A Board Committee may decide this is necessary to enhance the knowledge, skills and experience within its membership to address a particular element of the Board Committee's business. A co-opted member is one who is not a member of Public

Health Scotland Board and is not to be counted when determining the Board Committee's quorum.

## Appendix A: Scheme of Delegation

<b>Area of Responsibility</b>	<b>Delegated to postholder or delegated nominee</b>
<b>1)</b> Issuing, receiving, opening tenders and post tender negotiations	NSS Head of Procurement
<b>2)</b> Legal claims	Chief Executive
<b>3)</b> Delegation of budgets and approval to spend funds	Chief Executive
<b>4)</b> Operation of detailed financial matters including bank accounts and banking procedures	NSS Director of Finance
<b>5)</b> eDRIS	Director of Data Driven Innovation
<b>6)</b> Arrangements for the management of land, buildings and other assets belonging to or leased by the Board	Chief Executive
<b>7)</b> Business continuity and emergency planning	Director of Strategy, Governance and Performance
<b>8)</b> Management and control of computer systems and facilities	Director of Strategy, Governance and Performance
<b>9)</b> Risk management	Director of Strategy, Governance and Performance
<b>10)</b> Recording and monitoring of payments under the losses and compensation regulations	Director of Strategy, Governance and Performance
<b>11)</b> Making ex-gratia payments	Chief Executive
<b>12)</b> Health and safety arrangements	Director of Strategy, Governance and Performance
<b>13)</b> Data protection and Information Governance	Director of Strategy, Governance and Performance / Director of Data Driven Innovation
<b>14)</b> Insurance arrangements	Director of Strategy, Governance and Performance
<b>15)</b> Virement between appropriate heads of expenditure, in line with current guidance	Chief Executive
<b>16)</b> People policies relating to arrangements for the appointment/ removal and remuneration of staff.	Director of Strategy, Governance and Performance
<b>17)</b> Audit arrangements	Director of Strategy, Governance and Performance
<b>18)</b> Approval of the annual objectives for the Chief Executive, in line with the agreed corporate objectives and delivery plan	Chair
<b>19)</b> Monitoring compliance with Equality and Diversity Regulations	Director of Strategy, Governance and Performance
<b>20)</b> Standing Financial Instructions	Chief Executive

<b>21)</b> Professional Regulatory Compliance	Director of Public Health Science
<b>22)</b> Caldicott Guardian	Director of Public Health Science
<b>23)</b> Research Governance	Director of Public Health Science
<b>24)</b> Clinical Governance	Director of Public Health Science
<b>25)</b> Public participation, engagement and complaints	Director of Strategy, Governance and Performance
<b>26)</b> Fraud	Director of Strategy, Governance and Performance