

Constitution and Standing Orders
of
The North East Scotland Transportation Partnership

Part 1 - Preliminary

Definitions

1.1 In these standing orders the following words and expressions shall have the following meanings:

"2005 Act" means the Transport (Scotland) Act 2005;

"Establishment Order" means the Regional Transport Partnerships (Establishment, Constitution and Membership) (Scotland) Order 2005;

"Guidance on Membership" means the Scotland's Transport Future : Regional Transport Partnerships – Guidance on Membership document published by the Scottish Executive in December, 2005.

"Partnership" means the North East Scotland Transport Partnership established under the Transport (Scotland) Act 2005;

"Board" means the Board of the North East Scotland Transport Partnership established under the Transport (Scotland) Act 2005;

"Chair" means the person presiding over a meeting or relevant part of a meeting of the North East Scotland Transport Partnership Board in terms of standing order 3.5.

"Secretary" means the Secretary of the Partnership appointed under Section 4 of Schedule 2 to the Establishment Order

"Constituent Council" means any one of the councils within the Partnership's region in accordance with Section 1(2)(b) of the 2005 Act;

"Member" means council member and other member of a Partnership but does not include an adviser;

"Other Member" means those non-councillor members appointed in the first instance by the Scottish Ministers, and thereafter by the Partnership but subject to the consent of the Scottish Ministers in accordance with Section 1(2)(c) of the 2005 Act;

“Proper Officer” means an officer appointed by the Partnership under Section 13(2) of Schedule 1 to the 2005 Act for legal matters and under paragraph 15(4) of the said Schedule for financial matters;

“Substitute Member” means a councillor appointed by a constituent council to be a substitute member of the Partnership Board in terms of Section 1(11) of Schedule 2 of the Establishment Order;

“Deputy Chair” means any councillor member or other member appointed as Deputy Chair under Section 4(1) of Schedule 2 to the Establishment Order;

“Adviser” means any observer appointed under paragraph 1(6) of Schedule 2 of the Establishment Order, as clarified under Sections 44-48 of the Guidance on Membership;

“Clerk” means the officer providing administrative support to any meeting of the Board, a committee or a sub-committee.

Application of Interpretation Act

- 1.2 The Interpretation Act 1978 shall apply to the interpretation of these standing orders as it applies to the interpretation of an Act of Parliament.

Commencement

- 1.3 These standing orders shall apply and have effect on and from 1st April, 2006, subject to such amendments as may from time to time be made by the Board in terms of standing order 3.38 (2)

Part 2 - Constitution

2.1 Background

- (1) Section 1 of the Transport (Scotland) Act 2005 (the 2005 Act) provided for the establishment of Regional Transport Partnerships by Scottish Ministers. The North East Scotland Transport Partnership has been established in accordance with this Act, the Regional Transport Partnerships (Establishment, Constitution and Membership) (Scotland) Order 2005, the Scotland's Transport's Future : Regional Transport Partnerships - Guidance on Membership document and other guidance published by the Scottish Executive. The area of the North East Scotland Transport Partnership comprises the region conforming to the combined areas of Aberdeen City Council and Aberdeenshire Council.

2.2 Role

- (1) The 2005 Act places a duty on Scottish Ministers to create Regional Transport Partnerships covering the whole of Scotland; these Partnerships will bring together local authorities and other key regional stakeholders to take a strategic approach to transport in the region.
- (2) The core task of all Partnerships is to prepare a Regional Transport Strategy.
- (3) Some Partnerships will also be responsible for the delivery of transport services and initiatives and all Partnerships will be able to take on additional powers in order to ensure the implementation of their Strategies.

2.3 Remit

- (1) It is the duty of each Partnership to prepare a Transport Strategy. Each Strategy shall include provision for each of the following matters:-
 - (a) the respects in which transport in the region needs to be provided, developed or improved having regard to, among other things, the future needs including those occasioned by demographic and land use changes and what can be done, taking account of cost, funding and practicability;
 - (b) meeting the needs of all inhabited places, in particular, those which the Partnership considers different from the remainder of the region by reason of their remoteness or the sparsity of their populations;
 - (c) meeting the need for efficient transport links between heavily populated places;
 - (d) how transport in the region will be provided, developed, improved and operated so as:-
 - to enhance, social and economic well-being;
 - to promote public safety, including road safety and the safety of users of public transport;
 - to be consistent with the principle of sustainable development and to conserve and enhance the environment;
 - to promote social inclusion;
 - to encourage equal opportunities and, in particular, the observance of the equal opportunities requirements;
 - to facilitate access to hospitals, clinics, surgeries and other places where a health service is provided;
 - to integrate with transport elsewhere;
 - (e) the order of priority in which different elements of the provision, development and improvement of transport should be undertaken;
 - (f) how the Partnership's functions will be exercised so as to fulfil its Transport Strategy and, if the Partnership considers that the conferring of further functions is necessary for that purpose, what

- those functions are;
- (g) how the Partnership, serves to enable it to fulfil its Transport Strategy, will seek to influence its constituent councils and the performers of their functions relating to transport;
 - (h) the measuring and monitoring of the achievement of the Strategy.
- (2) In performing these duties, the Partnership shall have regard to any guidance provided by Scottish Ministers and to any current National Transport Strategy established by Ministers.
- (3) The procedures before and after the drawing up of the Regional Transport Strategy shall include the following requirements:-
- (a) before arriving at its Transport Strategy, the Partnership shall consult its constituent councils, the health board and such other persons as it thinks fit;
 - (b) by 31st March, 2007, the Partnership shall submit its Transport Strategy to the Scottish Ministers for approval;
 - (c) on a request from the Partnership made within eight months of its creation, and if satisfied that there are good reasons for so doing, Scottish Ministers may authorise the Partnership to submit its Transport Strategy to them later than the time limit specified immediately above but not later than such dates as may be specified in that authorisation; if making such a request, the Partnership may be required to provide any such reports or information as specified by Ministers;
 - (d) the Transport Strategy will have the effect of law when approved by Scottish Ministers;
 - (e) in deciding whether to approve the Transport Strategy, Scottish Ministers will give regard to the extent to which it would contribute to the realisation of their own transport policies;
 - (f) on being informed by Scottish Ministers that the Transport Strategy had been approved, the Partnership shall inform its constituent councils that the Transport Strategy has effect and specifying the date upon which it took effect;
 - (g) send each council a copy of the Transport Strategy; and publish the Transport Strategy in such a manner as it thinks fit.
- (4) In reviewing, modifying and renewing the Regional Transport Strategy, the Partnership -
- shall keep its Transport Strategy under review;
 - may modify its Strategy or draw up a new one;
 - shall, within such period as specified in a direction by Scottish Ministers, draw up a new Transport Strategy.
- (5) Two or more Transport Partnerships may together, in the discharge of their respective duties, draw up a joint Transport Strategy for transport

within their combined region.

2.4 Other Transport Functions

- (1) Scottish Ministers may, by order, provide for any statutory function relating to transport they think fit to be carried out by the Partnership either instead of the person who, immediately before such provision, was responsible for carrying it out or concurrently with that person. In making any such order, Scottish Ministers shall have regard to the Partnership Transport Strategy. A Partnership may also enter into arrangements with Scottish Ministers, a council or other person having statutory functions to provide services.

Functions which may be the subject of such an order may include –

- those conferred on local transport authorities by or under Part 2 of the Transport (Scotland) Act 2001 (bus services) and Part 3 (road user charging);
 - those conferred by or under any enactment relating to the management and maintenance of a bridge constructed under or confirmed by any enactment;
 - those conferred on traffic authorities by Sections 1 to 4 of the Road Traffic Regulations Act 1984 (traffic regulation orders) and on local traffic authorities by Section 19 (regulation of use of roads by public service vehicles);
 - those conferred on councils by Sections 63 and 64 of the Transport Act 1985 (securing the provision of passenger transport and related consultation and publicity).
- (2) The following are examples of functions which may be the subject of an order under this Section –
- entering into quality partnership schemes;
 - entering into quality contract schemes;
 - entering into ticketing arrangements and ticketing schemes;
 - providing information about bus services;
 - installing bus lanes;
 - providing subsidised bus services
 - making and implementing road user charging schemes;
 - operating ferry services;
 - managing tolled bridges;
 - operating airports and air services;
 - entering into public service contracts.
- (3) In the event of the Partnership proposing to request the making of an order, it shall, before so doing, consult its constituent councils on what the order might do. In making any such request, the Partnership shall have regard to any guidance given by Scottish Ministers as to the form and content of such requests.

2.5 Performance

- (1) The Partnership shall comply with any direction given to it, or to Transport Partnerships generally by the Scottish Ministers.
- (2) The Partnership shall measure and monitor the achievement of its strategy.
- (3) The Partnership shall, as soon as practicable after the end of each financial year, give the Scottish Ministers, and publish, an annual report on the performance of its functions during that year, and otherwise provide the Scottish Ministers with such information about the performance of those functions as they may require.

2.6 Membership

- (1) The Partnership shall comprise four councillor members appointed by Aberdeen City Council, four councillor members appointed by Aberdeenshire Council and either three or four other members as the Scottish Ministers may determine in the first instance and, thereafter, as the Partnership may determine (NESTRANS has 4 non-Councillor members). Each constituent council may also appoint four substitute members.
- (2) The Partnership's other members will be appointed on a personal basis as set out on the Guidance on Membership. In the first instance, other members will be appointed by the Scottish Ministers from a short list selected by the Partnership and submitted to Scottish Ministers for their consideration. The selection process undertaken by the Partnership will accord with the Guidance on Membership. Subsequent rounds of appointments of other members will be undertaken by the Partnership.
- (3) The Partnership may also appoint advisers for their particular knowledge or expertise, as may Scottish Ministers. Any such adviser appointed by Scottish Ministers would be distinct from Scottish Executive officials attending Partnership meetings. NESTRANS has two expert officers appointed to work with NESTRANS in an advisory capacity.
- (4) Formalised information sharing arrangements are in place with other Regional Transport Partnerships via quarterly officers meetings where consideration is given to matters including continuous improvement initiatives such as national induction programmes for new Board members, and the impact of changes in legislation and responsibilities, whilst there are constant close links with the Scottish Government. In addition, NESTRANS set up the North East Transport Consultative Forum in 2003. On an approximately 5 monthly basis meetings are held with various organisations as a way of involving stakeholders in the development and implementation of transport strategies.
- (5) The Board is supported by a small Executive team. Their role is to

“develop, and along with Council partners and others, implement a Regional Transport Strategy and provide a co-ordinated approach to transport planning and delivery between different local authority areas.”

2.7 Appointment and Term of Office

- (1) Unless their membership is otherwise ended, councillor members will serve until the first meeting of their council after a local government election at which point they may be re-appointed or replaced. Any councillor member defeated in a council election or standing down prior to a council election, would nevertheless continue to be a member of the Partnership until a replacement was appointed, in order to ensure continuity during the electoral period.
- (2) Other members appointed by the Scottish Ministers will remain members until such date as specified by Scottish Ministers in their appointment letter, likely to be six to twelve months after the May, 2007, elections.
- (3) Advisers are appointed for a four year period.
- (4) Councillor members can resign their membership of the Partnership by giving notice in writing to the Secretary and to the appointing council; any councillor member who ceases to be a councillor immediately ceases to be a member of the Partnership and it will be necessary for their Council to appoint a replacement. A constituent council may terminate the membership of any of its councillor members at any time; the Chair and Secretary should be informed of this, and the reasons for it, as should the councillor member.
- (5) The Partnership cannot remove any of its councillor members but if the Partnership determines that a councillor member should be removed, the Chair will write to the constituent council concerned to request that the council terminates the membership of that member and this request cannot be refused unreasonably.
- (6) In the event of a vacancy occurring, a constituent council shall appoint a replacement person unless it considers it unnecessary to do so having regard to the length of time until the next ordinary election.
- (7) Other members and advisers may resign their membership at any time by giving written intimation to that effect to the Secretary. The Partnership may remove other members from office or observers if one of the conditions set out in the Establishment Order are met, namely bankruptcy, serious illness, has been absent from Partnership meetings for a period longer than three consecutive months without permission, or inability or unsuitability for the role.

2.8 Chair and Deputy Chairs

- (1) The Partnership shall appoint from its membership a Chair and such number of Deputy Chairs as it considers appropriate.
- (2) The Chair and Deputy Chairs shall each hold office for such period as may be determined by the Partnership and may not exceed a total of two full council terms in each post.
- (3) If, prior to the end of the period of appointment, the Chair or Deputy Chair ceases to be a member of the Partnership, he or she shall immediately cease to hold office.
- (4) The Chair, or in the Chair's absence, a Deputy Chair, shall preside at all meetings of the Partnership; where both Chair and/or Deputy Chairs are absent from any meeting, the members present shall appoint a Chair from their number for that meeting.
- (5) In the event of an equality of votes at a meeting, the Chair of that meeting shall have a casting vote in addition to a deliberative vote except where the subject of the vote relates to the appointment of a member of the Partnership to any particular office, committee or sub-committee, in which case the decision shall be by lot.
- (6) A Chair or Deputy Chair may resign from that post at any time.

2.9 Voting

- (1) Each member will have one vote, except where the vote relates to the Partnership's budget or to the requisitioning of money from constituent councils, or the making of a request to Scottish Ministers for the conferring of additional functions to the Partnership, in which cases the vote will be restricted to councillor members only.
- (2) Under normal circumstances, a simple majority of members present who are entitled to vote will carry a decision; however, the Partnership may amend its standing orders to require a two-thirds majority for certain specified decisions and this decision itself will require a two-thirds majority.
- (3) No vote can be called for if the meeting is inquorate. A quorum is one third of its membership.

2.10 Administration

- (1) In the event of the Partnership deciding to change the name given to its region, it shall notify Scottish Ministers and its constituent councils of that change of name.
- (2) A Partnership shall appoint a Secretary, who may also be an officer of one of its constituent councils.

- (3) The Partnership shall appoint such employees as it considers necessary for the carrying out of its functions.
- (4) The Partnership shall appoint a proper officer for the purpose of Sections 190, 191 and 193 of the Local Government (Scotland) Act 1973 (Legal Proceedings, Notices, etc.).
- (5) The Partnership shall appoint a proper officer for the purposes of Part VII of the 1973 Act (Finance).
- (6) The Partnership shall appoint such employees as it considers necessary for the carrying out of its functions, to be known as the Partnership Executive.
- (7) The Transfer of Undertakings (Protection of Employment) Regulations 1981 shall apply to any function transferred in terms of Section 2, 10 or 13 of the 2005 Act.
- (8) The Partnership shall discharge its functions acting as a Board.
- (9) The provisions of Schedule 1 of the 2005 Act shall apply in relation to indemnification, the obtaining of guarantees, the committing of offences by staff, the acquisition, development and disposal of land, the promotion or opposition of private legislation in the Scottish Parliament, participation in community planning, the forming or promoting of companies either alone or with others, legal proceedings and notices, finance, contracts, etc., and freedom of information shall apply.
- (10) The Partnership shall comply with the requirements of the Freedom of Information (Scotland) Act 2002 and the Environmental Information (Scotland) Regulations 2004 and shall prepare a Publication Scheme under Section 23 of the Act.
- (11) The net expenses of the Partnership for each financial year shall be paid by its constituent councils on the basis that that share is such that the Partnership, having regard to its Transport Strategy, thinks fit, or, where the Partnership is unable to decide, as may be determined by the Scottish Ministers by order.
- (12) The net expenses of the Partnership for a financial year are those of its expenses which are not met by a grant which is not repayable, by a grant so made which is subject to a condition requiring repayment and which remains unsatisfied, or by any other income for that year.
- (13) The Partnership may give grants or loans to any person for any purpose that, in its opinion, contributes to the implementation of the Transport Strategy. Such grants or loans may be given subject to such conditions as the Partnership decides.

- (14) The Partnership may borrow money for the purpose of its capital expenditure.

2.11 Meetings

- (1) The Partnership shall hold such meetings as it shall consider necessary for it to carry out its functions at such place or places as it may from time to time fix.
- (2) The Partnership's Secretary shall send copies of the Minutes of all its meetings to the constituent councils for their information.
- (3) The Partnership shall make standing orders regulating the procedures and business of the Partnership and any committee or sub-committees appointed by it.
- (4) The Partnership may appoint from its membership such committees or sub-committees as it may from time to time consider necessary or desirable and may refer to any such committee or sub-committees such matters as the Partnership may from time to time specify.
- (5) The Partnership may delegate any of its functions to any committee if established by the Partnership.

2.12 Expenses of Members and Advisers

- (1) Only the Partnership's officials are in paid employment; the Partnership shall approve arrangements for the payment of expenses to members and advisers which are transparent and of a reasonable rate and the current regulations and levels of expenses to be paid by local authorities will be observed.

2.13 Ethical Standards

- (1) The Ethical Standards in Public Life, Etc. (Scotland) Act 2000 will apply to the members of the Partnership and, as that Act requires, the Partnership will adopt a code of conduct, with which all members must comply at all times in their duties.

2.14 Diversity

- (1) The Partnership will make equal opportunities central to its work by giving consideration to the impact on equality of opportunity when developing policy and making decisions; the Partnership will also consider how it can attract other members from a range of groups.

The governance arrangements for the Partnership are outlined in Part 3 of this document. These Standing Orders regulate the meetings of the Partnership's Board and its Committees.

Part 3 - Board Meetings

3.1 First Meeting After Appointment of Members

- (1) In a year in which ordinary elections of councillors are held, the Board shall hold a meeting as soon as practicable after each constituent council has appointed its members and substitute members to the Board. At this meeting or any adjournment thereof the Board shall appoint the Chair and Deputy Chairs from its own number, always on the basis that the appointment of any Deputy Chair could be deferred pending the appointment of other members.

3.2 Ordinary Meetings

- (1) Ordinary meetings of the Board shall be held on such dates, at such time and at such place or places as the Board may from time to time determine.

3.3 Special Meetings

- (1) A special meeting of the Board may be called at any time:
 - (a) by the Chair; or
 - (b) on a requisition in writing to the Secretary of at least one quarter members of the Board, which meeting shall be held within fourteen days of receipt of such requisition by the Secretary. The requisition should state the business to be transacted.

3.4 Notice of Meetings

- (1) Three clear working days at least before a meeting of the Board:
 - (a) notice of the time and place of the intended meeting shall be published by the Secretary (at the Partnership Office and the Offices of both Councils) and, where the meeting is called by members of the Board, the notice shall be signed by those members and shall specify the business proposed to be transacted thereat; and
 - (b) a summons to attend the meeting, specifying the business to be transacted thereat and signed by the Secretary, shall be left at or sent by post to the usual place of residence of each member of the Board.

- (2) The summons shall include a note of the business in the order in which it is proposed to be transacted at the meeting and no business, other than that so specified, shall be transacted except business brought before the Board as a matter of urgency under standing order 2.13(vii) or under the following paragraph of this standing order, always provided that, at a meeting called upon a requisition, only the business specified in the requisition shall be transacted.
- (3) An item of business of which three clear working days' notice has not been given may be considered at the meeting provided that the Chair of the meeting is of the opinion that there are special reasons, which will be specified, why it is a matter of urgency. Such business must be intimated at the start of the meeting when the order of business is determined and, if the Chair so rules, the item shall be considered at the start of the meeting or at such other point in the agenda as may be appropriate. If the Chair is of the opinion that the matter is not urgent, it shall be included as an item of business for the next ordinary meeting of the Board unless in the interval it shall have been disposed of otherwise. The reason for urgency shall be recorded in the minutes.
- (4) Want of service of a notice of meeting on any member shall not affect the validity of the meeting.

3.5 Chair

- (1) At a meeting of the Board, the Chair, if present, shall preside.
- (2) If the Chair is absent from a meeting of the Board, a Deputy Chair shall preside; if the Chair and Deputy Chair(s) are absent from a meeting of the board, another member of the Board, chosen by the members present, shall preside.
- (3) If, at any time during the subsequent proceedings of a meeting of the Board, the Chair is present, s/he shall preside during that time s/he is so present and similarly, in the absence of the Chair, a Deputy Chair.

3.6 Sederunt

- (1) The Secretary shall record the names of the members and substitute members present at each meeting of the Board.

3.7 Termination of Membership

- (1) The Chair of the Board, following a vote to that effect by the Board, may write to a constituent council and request that the council terminates the membership of a councillor member. Where such written request is made, it shall not be refused unreasonably by the constituent council.

- (2) The Partnership may remove other members from office or advisers if it is satisfied that – (a) the other members or advisers this date has been sequestrated or the other member or adviser has been declared bankrupt, has made an arrangement with creditors or has granted a trust deed for creditors or a composition contract; or (b) the other member or adviser – (i) is incapacitated by physical or mental illness; (ii) has been absent from meetings of the Board for a period longer than three consecutive months without permission of the Board; or (iii) is otherwise unable or unfit to discharge the member's functions as a member or is unsuitable to continue as another member or advisers.

3.8 Quorum

- (1) A quorum of the Board shall be one third of members (that is, four members) and those members present shall include at least one representative of each Council. If, at any time during a meeting of the Board, a quorum of members be not present, the Chair shall, after allowing an interval of five minutes, cause a count to be taken of members then seated. If it is shown after the count that a quorum is not present, the meeting shall stand adjourned to such other time or day and hour as the Chair may then or may afterwards fix.

3.9 Less than a Quorum

- (1) No item of business shall be transacted at a meeting of the Board, committee or sub-committee if less than one third of the total membership is present (irrespective of voting rights).

3.10 Substitute Members

- (1) A substitute member of the Board, appointed in terms of Section 1(11) of Schedule 2 of the Establishment Order, may attend a meeting of the Board or any of its committees or sub-committees provided that such member has been nominated by a substantive member who is unable to attend the meeting.

3.11 Reference to an Official

- (1) Any reference to a specified official of the Board in these standing orders shall include any member of staff under his or her direction.

3.12 Admission of Public and Press

- (1) Subject as hereinafter provided, every meeting of the Board and its committees and sub-committees shall be open to the public including the press.
- (2) The provisions of the foregoing paragraph shall be without prejudice to the

powers of exclusion by the Chair in order to suppress or prevent disorderly conduct or other misbehaviour at a meeting and the Board may exclude or eject from a meeting a member or members of the public whose presence or conduct is impeding or is likely to impede the work or proceedings of the Board. Without prejudice to the foregoing generality, if a member of the public interrupts the proceedings at any meeting, the Chair may warn him/her. If the member of the public continues the interruption, the Chair may order his/her removal from the Board meeting.

- (3) The Board may by resolution exclude the public from a meeting during consideration of an item of business whenever it is likely, in view of the nature of the business to be transacted or the nature of the proceedings, that, if members of the public were present during consideration of that item of business, there would be a disclosure to them of exempt information as defined in the Act of 1973.

3.13 Order and Conduct of Business at Board Meetings

- (1) The business of the Board at ordinary meetings shall proceed in the following order, except that any item of business in the agenda may be taken out of its order:
 - (a) by the direction of the Chair; or
 - (b) with the consent of the meeting on the motion of any member;
 - (i) minutes of last meeting and of any intervening special meeting or meetings of sub-committees;
 - (ii) motions of which notice has been intimated at the start of the meeting, provided the Chair is of the opinion that it is a matter of urgency (see standing order 3.25);
 - (iii) motions of which notice has been given in terms of standing order 3.26;
 - (iv) questions;
 - (v) deputations, if any, to be received;
 - (vi) ordinary business;
 - (vii) business determined to be of a confidential or exempt nature in terms of Schedule 7 (A) of the Local Government (Scotland) Act 1973.

3.14 Chair - Powers and Duties

- (1) Deference shall at all times be paid to the authority of the Chair, and on all points of order his ruling shall be final but, whenever so requested, s/he must give an explanation of the reasons for his ruling. When s/he speaks, the member of the Board, if any, who is addressing the meeting, shall refrain from speaking. It shall be the duty of the Chair to preserve order and secure that members obtain a fair hearing. S/He shall decide all matters of order, competency and relevancy arising at meetings of the Board. S/He shall also decide between two or more members who have indicated a desire to speak by calling on the member, whom s/he may first observe, to speak. S/He shall be entitled, in the event of disorder arising at any meeting of the Board, to adjourn the meeting to such other time or day and hour as may then or afterwards be fixed and his quitting the Chair in such circumstances shall, without further procedure, have the effect of a formal adjournment of the meeting.

3.15 Adjournment

- (1) The Board may adjourn any meeting to such other time or day and hour as the Chair may then or Chair may afterwards fix.
- (2) The Board may adjourn any meeting for a reasonable interval and such adjournment may be made on the direction of the Chair or, failing such direction, on the motion of any member, the vote on which motion, on being seconded, shall be taken without amendment or discussion.

3.16 Order of Debate

- (1) Any member wishing to speak may do so with the Chair's permission; the Chair shall regulate the order of debate. The mover of a motion shall always have the right of reply.

3.17 Concluding Debate

- (1) The Chair may determine, if need be, when debates should be drawn to a close.

3.18 Duration of Speeches

- (1) The mover and seconder of a motion or an amendment shall not speak for more than five minutes except with the consent of the Board. All other speakers taking part in the discussion on the motion or amendment shall not speak for more than three minutes. The mover of the original motion shall have the right to speak for five minutes in reply, and that reply shall not introduce any new matter into the debate. Thereafter the discussion shall be held closed and the Chair shall call for the vote.

3.19 Obstructive or Offensive Conduct

- (1) In the event of any member at any Board meeting disregarding the

authority of the Chair, or being guilty of obstructive or offensive conduct, a motion may thereupon be moved and seconded to suspend such member for the remainder of the sitting. The motion shall be put without discussion and, if it be carried, the Chair shall require the member forthwith to retire from the meeting and, if necessary, remove the member if s/he fails to do so.

3.20 Rescinding of Resolution

- (1) A resolution of the Board shall continue to be operative and binding, so that no motion inconsistent therewith shall be considered or passed for at least six months; provided that it shall be competent to deal with the subject matter of such resolution afresh where the majority of the Board are satisfied that a material change of circumstances has occurred and that notice has been given in the summons that such resolution may be rescinded.

3.21 Minutes of Meeting

- (1) All minutes of the proceedings of meetings of the Board, in which shall be recorded the names of the members and officials who attended the meeting, shall be drawn up by the Secretary, printed, and, so far as practicable, circulated among members of the Board not later than the third day before the next ensuing ordinary meeting of the Board at which they shall be submitted, held as read, corrected if need be and, where held to be a true record of the proceedings of the meeting to which they relate, shall be signed by the person presiding at that next ensuing meeting.

3.22 Validation of Proceedings

- (1) If the proceedings at a meeting of the Board are open to challenge on the ground that the meeting has not been duly convened, such proceedings shall be validated by confirmation of the minutes of the meeting at the subsequent meeting, duly convened, of the Board.

3.23 Questions

- (1)
 - (a) Any member may put a question to the Chair of the meeting concerning any relevant competent business not arising upon the summons for the meeting provided that s/he shall have given the question in writing to the Secretary not later than one clear working day preceding the meeting.
 - (b) Without prejudice to standing order 3.16, a member wishing to put a question to the Chair of the meeting regarding any matter on the summons for that meeting shall be entitled to submit the question in written or oral form to the Secretary not later than 10.00 a.m. on the day preceding the meeting.

- (c) The Chair shall decide whether the question is to be answered orally or in writing at the Board meeting. Such questions, and any written answers thereto, shall be reproduced and numbered in the order in which they have been received and shall be made available to the members of the Board and to the press at the beginning of the meeting. If the Chair of the meeting is of the opinion that a question is out of order, s/he shall cause the member who had given notice of the question to be informed that the question will not be answered.
- (2) Arising from each written answer, one supplementary question may be put by the member who asked the written question and the supplementary question shall be answered orally.
- (3) Supplementary questions shall be put in the same order as the written questions and answers appear on the paper made available to the Board.
- (4) The Chair of the meeting shall have sole discretion to disallow any supplementary question, because, in his/her opinion, the supplementary question is not relevant to the subject matter of any of the written questions answered at the meeting.
- (5) No discussion shall be allowed on any question or answer thereto.
- (6) In this standing order, "written question" includes a series of written questions asked by the same member all dealing with one subject or with subjects which, in the opinion of the Chair, are so closely related as to be regarded as one subject.

3.24 Deputations

- (1) Every application for the reception of a deputation must be in writing and received by the Secretary at least one clear working day prior to the meeting at which the subject matter is to be considered. The application must state the subject matter on which the deputation wishes to be heard and the action which it is proposed that the Partnership should take.
- (2) Only requests relating to matters falling within the remit of the Partnership will be competent.
- (3) If the subject matter relates to a decision taken by a committee under delegated powers, the request shall not be competent.
- (4) No deputation shall consist of more than six people, no more than two members of any deputation shall speak, and they may speak for no more than ten minutes.
- (5) Any member may put any relevant question to the deputation but shall not

express any opinion on the subject matter until the deputation has concluded its presentation. The time available for such questions shall not exceed ten minutes.

3.25 Items of Urgent Business to be Considered at Meeting

- (1) An item of business not relating to the business before the meeting and of which notice has not been given will be considered at the beginning of the meeting provided that the Chair of the meeting is of the opinion that there are special reasons, which s/he should specify, why it is a matter of urgency. Such items must be lodged with the Secretary before the start of the meeting and read to the meeting by him when the order of business is determined. If the Chair is of the opinion that the matter is not urgent then it shall be included as an item of business for the next ordinary meeting of the Board unless in the interval it shall have been disposed of otherwise.

3.26 Motions intended for Consideration at Next Meeting

- (1) Notices of motion intended for consideration at a meeting of the Board (other than one concerning a matter of urgency submitted in terms of standing order 3.25) shall be given in writing, signed by the member or members giving notice and delivered to the Secretary at least seven clear working days before the next ordinary meeting of the Board. All such motions of which notice has been duly given shall be included in the summons for that next meeting in the order in which they are received.
- (2) If more than one such motion, in the opinion of the Chair, deals with the same subject matter and is substantively identical, only the motion first lodged shall be considered.

3.27 Motions – Procedure

- (1) The import of all motions and amendments shall be stated immediately on their being proposed to the meeting by the mover before being spoken to.
- (2) Every amendment shall be relevant to the motion on which it is moved.
- (3) A motion or amendment may be withdrawn by the mover with the consent of his or her seconder and the Board.
- (4) A motion for the approval of a minute of a committee or sub-committee shall be considered as an original motion and any motion involving alteration or rejection of such minute or any part of such minute shall be dealt with as an amendment.
- (5) The Chair of a committee or sub-committee shall, if present, have the right to move the approval of the minute of that sub-committee.
- (6) Motions or amendments which are not seconded shall not be discussed or

inserted in the minute. Except when the vote is taken by roll call, any member who is in a minority of one shall, if s/he so requests, have his dissent recorded in the minute of the meeting.

- (7) When a motion or amendment has been moved but not seconded, the mover may require his or her dissent in respect of a decision taken on the item of business to which the motion or amendment relates to be entered in the minute.

3.28 Method of Voting

- (1) Subject to the provisions of these standing orders, the vote on any matter shall be taken in a meeting of the Board or any committee or sub-committee of the Board by roll call. It shall, however, be competent for the Board to resolve (following a vote by roll call if not unanimous) that the vote on any matter shall be taken in any other manner.
- (2) Where a vote has been taken and the accuracy of the count is immediately challenged, it shall be in the discretion of the Chair to direct a recount. Such recount may be taken by a show of hands or by roll call as the Chair may determine.
- (3) Save as otherwise provided by statute, or by these standing orders, all questions coming or arising before the Board shall be decided by a majority of the members of the Board present and voting thereon at a meeting of the Board.
- (4) However, any question pertaining to requisitions and to requests for the transfer of powers shall require a majority of two thirds of those present and voting.
- (5) In the case of an equality of votes, the person presiding at the meeting shall have a second or casting vote except where the matter which is the subject of the vote relates to the appointment of a member of the Board to any particular office, committee or sub-committee, in which case the decision shall be by lot.

3.29 Taking a Vote

- (1) After the Secretary has announced the question on which the vote is to be taken and has commenced to take the vote, no member shall be permitted to offer an opinion, or ask a question, or otherwise interrupt the proceedings until the result of the vote has been intimated.

3.30 How Motions to be put

- (1) When a motion and two or more amendments are before the meeting, the Chair shall have the power to determine in what order and manner the motion and amendments are to be put to the meeting.

3.31 Election, Selection or Appointment of Members to Office

- (1) In the case of an election, selection or appointment of a member of the Board to any office where the number of candidates nominated exceeds the number of vacancies, the member to be elected, selected or appointed as the case may be shall be determined by a vote or votes by ballot in each of which members will be entitled to vote for as many candidates as there are vacancies, so however as not to record in any ballot more than one vote for any candidate. Where only one vacancy requires to be filled and any candidate has an absolute majority of the votes cast, such candidate shall be declared duly elected, selected or appointed as the case may be. Otherwise the name of the candidate having the least votes shall be struck out of the list of candidates. Such process of elimination by vote by ballot shall be continued until, in a case where only one vacancy exists, any candidate has an absolute majority of the votes cast or, in any case, until the number of candidates remaining equals the number of vacancies, when the candidate or candidates remaining shall be declared duly elected, selected or appointed as the case may be. If, in any ballot among more than two candidates, there is equality in votes among the candidates having least votes, the candidate whose name shall be eliminated shall be determined by an additional vote by ballot and, unless there again be equality in votes, the name of the candidate having the least votes shall be struck out of the list. Where, in any vote between two candidates or in such additional vote by ballot, there is equality in votes, the candidate to be eliminated shall be determined by lot.

3.32 Right of Minority to Require Decisions to be Referred to the Board

- (1) Subject to the provisions of any enactment and of paragraph (2) (below) of this standing order, it shall be competent for any number of members of any committee to which powers have been delegated, not being less than one quarter of the number present or two members, whichever is the greater, to require, at the time the decision is passed, but not otherwise, that there be submitted to the Board as a recommendation any decision of a committee which otherwise would not fall to be submitted to the Board.
- (2) It shall not be competent to submit to the Board under this standing order a decision by a committee acting with delegated powers on a matter relating to:-
 - the appointment of or retirement of staff.
 - grievance or disciplinary appeals by staff.
 - any reference which would have the effect of depriving the Partnership of the opportunity to make any meaningful or effective determination on the subject matter of the committee's decision.

3.33 Delegation to Committees

- (1) Paragraph 7(1) of Schedule 2 of the Establishment Order enables the Board to appoint committees and sub-committees.
- (2) The Board may appoint from its membership such committees and sub-committees as it considers necessary or desirable. There shall stand referred or delegated to such committees or sub-committees such matters as the Board may from time to time specify by minute or in its standing orders always provided that the Board at any time may deal with any matter included in the reference or delegation to a committee or sub-committee.
- (3) The Board shall appoint the Chair of any committee or sub-committee.
- (4) At a meeting of a committee or sub-committee, the Chair appointed in accordance with paragraph (3) above shall preside. If that person is absent from the meeting, the members present shall appoint a Chair from among their own number.
- (5) Paragraph 7(2) of Schedule 2 of the Establishment Order permits functions to be delegated to committees only.

3.34 Attendance of Board Members at Committees and Sub-Committees

- (1) When a motion is remitted to a committee or sub-committee, the mover of the motion shall be appointed as a member of the committee or sub-committee for the purpose of such motion and any subsequent consideration by the committee or sub-committee directly relating to the motion.
- (2) Members of a committee or sub-committee must have attended the entire proceedings of a hearing by that committee or sub-committee on a matter the determination of which may affect or prejudice the interests or rights of any person as an individual, at which hearing the person has a right in terms of any statute, statutory scheme or administrative procedure to be heard either on his own behalf or by a representative, to be entitled to take part in or vote on the determination of the matter giving rise to the hearing.

3.35 Quorum

- (1) Subject to the provisions of any statute or statutory scheme, the quorum of a committee or sub-committee shall be one third of the members of the committee or sub-committee, or two, whichever is the greater, and shall include at least one representative of each Council.

3.36 Application of Standing Orders to Committees or Sub-Committees

- (1) The provisions of these standing orders shall with necessary changes apply to committee or sub-committees.

3.37 Board Business - Responsibility of the Secretary

- (1) Summonses for meetings of the Board, and of its committee or sub-committees shall be prepared by the Secretary who shall place on such summonses all matters of business arising for consideration by the Board or which may have been remitted to a committee or sub-committee by the Board. Reports from officials intended for a meeting of the Board, a committee or a sub-committee must be lodged with the Secretary at least two days before the issue of the summons.

3.38 Suspension or Alteration of Standing Orders

- (1) No standing order enacted by the Board shall be suspended, amended or dispensed with at any meeting except by consent of half of the members present, entitled to vote and voting.
- (2) It shall not be competent to rescind or alter any standing order except upon a resolution to that effect passed upon notice given at a previous ordinary meeting of the Board. The Secretary shall submit to any meeting of the Board a note of any new, or alteration of any existing, standing order which may seem to either to be required because of any resolution on the conduct of business adopted by the Board during the preceding year. The Board may then amend standing orders.

3.39 Board Business - Common Seal

- (1) The Secretary shall have the power to affix the Common Seal to deeds or other documents where such deeds or other documents give effect to decisions of the Board.
- (2) All deeds and formal documents to which the Board is a party shall be sealed and signed by either the Secretary or the proper officer for financial matters.

3.40 Admission to Meetings

- (1) By virtue of the provisions of Section 50A of the Local Government (Scotland) Act 1973 meetings of the Board and its committees and sub-committees shall be open to the public except to the extent (a) that the public shall be excluded under Section 50 A (2) of the 1973 Act during consideration of an item of business whenever it is likely that, if they were present, confidential information, as defined in Section 50 A (3) of the 1973 Act, would be disclosed to them, or (b) that the public may be excluded by resolution under Section 50 A (4) of the 1973 Act during consideration of an item of business whenever it is likely that, if members

of the public were present, exempt information, as defined in Section 50 J of the 1973 Act, would be disclosed to them. On a motion for adoption of such a resolution being duly moved and seconded, the Chair shall put the same to the meeting without speeches or discussion and, on such a motion being carried, all members of the public present (including representatives of the press but not including members of the three constituent authorities) shall be directed to leave the meeting.

- (2) Notwithstanding the exclusion of the public as aforesaid, the Board may permit any person to remain in attendance at any meeting for so long as they consider necessary and on the basis that such persons respect the confidentiality of the proceedings.
- (3) Information as to the proceedings at any meeting from which the public and press are excluded shall not be given to representatives of the press or to any other person except by the Chair of the meeting or by a person or persons authorised by him or her so to do.

3.41 Contracts and Financial Regulations

- (1) The standing orders pertaining to contracts and financial regulations adopted by the Board shall be those of the constituent council providing financial support to the Partnership.

APPENDIX

NESTRANS BOARD

PROTOCOL FOR CONDUCT OF MEETINGS

1. It is the intention that all meetings of the Board and its committees and sub-committees shall be conducted in an informal manner and it is not intended under normal circumstances that the standing orders be used to regulate proceedings.
2. The Chair of any meeting will ensure that all members present are able to give their opinions freely and openly and will only intervene to prevent this when there is undue repetition or to assist the meeting in concluding the determination of business before it.
3. All members should address the Chair when they wish to contribute to the debate.
4. The Board's predecessor, the Board of the voluntary NESTRANS partnership, operated for almost five years without the need to vote on any matter and it is intended that the present Board continue this open process. In the event of any issue going to a vote, the Chair shall regulate matters.

5. In the unlikely event of a formal vote, the time limits set out in standing orders shall apply but under normal circumstances, the Chair will allow free discussion.
6. It is intended that officers and advisers also be able to speak freely, with the permission of the Chair.
7. Business will be conducted in public as far as possible and the Board will encourage public accessibility at all times.