

Item:
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Report to Partnership Meeting 26 April 2024

PARTNERSHIP

Partnership Standing Orders

PURPOSE OF REPORT

This Report reviews the HITRANS Standing Orders.

BACKGROUND

Standing Orders provide the framework which regulates the proceedings and conduct of meetings. The Standing Orders in the appendix present several amendments for Board Members consideration and these are highlighted below:

Section 9 has been updated to detail the terms of Schedule 2 of the Regional Transport Partnerships (Establishment, Constitution and Membership) (Scotland) Order 2005.

Section 12 includes reference to the appointment of a Partnership Secretary.

Section 13 – has been updated to confirm that Board Members may attend meetings by video or other communication links.

Section 20 – The current timescale for the submission of motions is 7 days. The Board is asked to consider whether to change this to either 10 or 14 days, which would give officers more time to consider the terms of any motion.

Section 28 – This section has been updated to reflect the legal status of Board Minutes.

Section 33 – This section refers to the Model Code of Conduct which was adopted by HITRANS in June 2022.

RISK REGISTER

RTS Delivery

Impact - Positive

Policy

Impact – Positive

Financial

Impact – Positive

Equality

Impact – Positive

RECOMMENDATIONS

The Board is asked to consider and approve the Standing Orders detailed in the Appendix to the Report.

Appendix	Draft Standing Orders
Report by:	Derek Mackay
Designation:	Partnership Secretary
Date:	19 June 2024



Highlands and Islands Transport Partnership

Standing Orders

1. Definition

In these Standing Orders the following words and expressions have the following meanings.

"The 1973 Act" means the Local Government (Scotland) Act 1973 as amended

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

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

"The Partnership" or "HITRANS" means the Highlands and Islands of Scotland Transport Partnership;

"Councillor Member" means a Member appointed by the Constituent Councils, that is Argyll and Bute Council, Comhairle nan Eilean Siar, Highland Council, Moray Council and Orkney Islands Council.

"Other Member" means a Member not appointed as a Councillor Member, who is appointed by the Scottish Ministers in the first year of operation of the Partnership, and thereafter by the Partnership.

"Working Day" means any day which is not a Saturday, a Sunday, or a public holiday in any part of the area for which the Partnership is responsible.

2. Application of the Interpretation Act

The Interpretation Act 1978 applies to these Standing Orders in the same way as it applies to an Act of Parliament.

3. Commencement

These Standing Orders apply from 26 April 2024. They shall constitute the Standing Orders of the Partnership under paragraph 6(5) of Schedule 2 of the 2005 Order, until Otherwise amended or revoked.

4. Constitution of the Partnership

The Partnership was established under the 2005 Act and the 2005 Order which came into effect on 1st December 2005. The Act and the Order specify the powers, functions and composition of the Partnership.

5. Membership

(1) The terms of Paragraph 1 of Schedule 2 of the 2005 Order shall determine the arrangements for the appointment of Members.

(2) The Partnership comprises:

(a) Five Councillor Members, one appointed by each of the following Councils:

Argyll and Bute Council (except Helensburgh and Lomond) Comhairle nan Eilean Siar

Highland Council

Moray Council

Orkney Islands Council; and

(b) Two or three Other Members.

(3) A person shall be disqualified from being appointed as a Member or Observer of the Partnership if that person is an employee of the Partnership.

(4) The proceedings of the Partnership shall not be invalidated by any vacancy or vacancies among its Members or by any defects in the method of appointment of any of its Members.

6. Appointment of Councillor Members and Substitute Councillor Members

(1) The Partnership shall have the number of Councillor Members appointed by and from each Constituent Council of the Partnership specified in Paragraph 5 (2) (a) of these Standing Orders.

(2) Each Constituent Council may appoint persons as substitute Councillor Members to attend meetings of the Partnership, or of any of its committees or sub-committees, in the absence of any Councillor Members appointed to the Partnership by that Council, and where any such substitute Councillor Members are appointed:

(a) only one substitute Councillor Member may attend in place of a Councillor Member who is absent; and

(b) the substitute Councillor Member shall have the same powers as the Councillor Member who is absent.

- (3) A Constituent Council shall intimate in writing to the Secretary of the Partnership:
 - (a) as soon as possible after appointing any person as a Councillor Member or substitute Councillor Member of the Partnership, the name of that person; and
 - (b) as soon as possible after a vacancy has occurred due to a person appointed by that Council ceasing to be a Councillor Member or substitute Councillor Member of the Partnership.

7 Appointment of Other Members

- (1) The Partnership shall have such number of Other Members as it considers appropriate within the range specified in Paragraph 5 (2) (b), and each such Member shall be appointed in accordance with sub paragraphs (2) and (3) below.
- (2) During the period ending with the holding of the poll at ordinary elections for Councillors in 2007, each such Other Member shall be appointed by the Scottish Ministers.
- (3) After the period mentioned in sub paragraph (3), each such Other Member shall be appointed by the Partnership, subject to the consent of the Scottish Ministers.

8 Appointment of Observers

- (1) The Partnership and the Scottish Ministers may appoint such number of Observers as they consider appropriate to the Partnership.
- (2) Observers may participate in proceedings of the Partnership in the same manner as Councillor Members and Other Members but may not hold office in it or participate in its decisions.

9 Duration and termination of Membership

- (1) Subject to sub paragraphs (2) to (6) below, any person appointed by a constituent council as a councillor member of the Partnership shall hold office until the first meeting of that council held after the next ordinary election following the date of that member's appointment.
- (2) If, prior to the next ordinary election following the date of the member's appointment, a councillor member of the Partnership ceases to be a councillor for the area of the constituent council which appointed the member, the member shall immediately cease to be a member of the Partnership.
- (3) A councillor member of the Partnership may resign their membership at any time by written intimation to that effect to:
 - (a) the Secretary of the Partnership; and
 - (b) The constituent council which appointed the councillor member.
- (4) A constituent council may at any time terminate the membership of any person appointed by them as a councillor member of the Partnership if, immediately prior

to this, the constituent council provide an explanation for the termination by written intimation to the Secretary of the Partnership, the Chairperson of the Partnership and that councillor member.

- (5) The Chairperson of the Partnership, following a vote to that effect by the Partnership, may write to a constituent council and request that the council terminates the membership of a councillor member.
- (6) Where the Chairperson of the Partnership writes to a constituent council in terms of sub paragraph (5) above, such a request shall not be refused unreasonably by the constituent council.
- (7) Subject to sub paragraphs (8) to (9) below, other members and observers appointed by the Partnership, or the Scottish Ministers as the case may be, shall hold office for a period of 4 years following the date of their appointment unless otherwise specified at the time of their appointment, or subsequently agreed by the Partnership. There is no limit to the number of times other members can be appointed, or the number of years he or she can serve. However, a balance between continuity and refreshment should be struck.
- (8) Other members of the Partnership and observers may resign their membership at any time by written intimation to that effect to the Secretary of the Partnership.
- (9) The Partnership may remove other members from office or observers if it is satisfied that:
 - (a) The other member's or observer's estate has been sequestrated or the other member or observer has been adjudged 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 observer:
 - (i) Is incapacitated by physical or mental illness;
 - (ii) Has been absent from meetings of the Partnership for a period exceeding whichever is the longer of (a) three consecutive months or (b) two consecutive meetings of the full Partnership, such period starting from the date of any meeting, without permission of the Partnership, or
 - (iii) Is otherwise unable or unfit to discharge the member's functions as a member or is unsuitable to continue as an other member or observer.

10 Appointment of Chairperson and Deputy Chairperson(s)

- (1) The Partnership shall appoint from its Membership a Chairperson and such number of Vice-Chairpersons as it considers appropriate. The Chairperson and Vice Chairperson(s) shall each be Councillor Members from different Councils.
- (2) Subject to sub paragraph (3) below, the Chairperson and Deputy Chairpersons of the Partnership shall each hold office for a period to be coterminous with Council elections.

- (3) The Chairperson, or in the Chairperson's absence a Deputy Chairperson, shall preside at all meetings of the Partnership. Where both the Chairperson and Deputy Chairperson(s) are absent from any meeting, the Members present shall appoint a Chairperson for that meeting.

11 Voting arrangements

- (1) Where any decision of the Partnership is to be determined by a vote, each Councillor Member of the Partnership has a single vote and may vote on all matters.
- (2) Other Members of the Partnership may vote only on such matters as the Partnership determines are appropriate (but not on a question arising under section 3(2)(a) of the 2005 Act or on whether or not to make a request for the making of an order under section 10(1) of that Act).
- (3) Subject to sub paragraphs (5) and (6) below, where any decision of the Partnership is to be determined by a vote, it shall be determined by a simple majority of the votes cast (after the application of weightings as appropriate), except in circumstances set out in Paragraph 30 below.
- (4) Each councillor member of each constituent council within the Partnership shall have their vote weighted by making it count as one, two or three votes as specified in the following table:

<u>Council</u>	<u>Weighting</u>
Argyll and Bute Council (except Helensburgh and Lomond)	1
Comhairle nan Eilean Siar	1
Highland Council	3
Moray Council	2
Orkney Islands Council	1

- (5) In the event of an equality of votes at a meeting after the weighting of votes has been taken into consideration, the Chairperson of that meeting shall, subject to sub paragraph (6) below, have an unweighted casting vote as well as a deliberative vote.
- (6) Where there is an equality of votes at a meeting and the matter which is the subject of the vote relates to the appointment of a Member of the Partnership to any particular office, committee or sub-committee of the Partnership, the decision shall be by lot.
- (7) In a meeting of the Partnership or any Committee, the vote on any matter will be taken by a roll call of members entitled to participate in the decision.

12 Secretary and Treasurer of the Partnership

The Partnership shall appoint a Secretary and a Treasurer who may also be an officer of one of the Constituent Councils.

13 Quorum

- (1) At a meeting of the Partnership or any of its Committees, 3 members present at the meeting shall constitute a quorum of which 2 must be Councillor Members.
- (2) If less than a quorum of Members is entitled to vote on an item because of declarations of interest or because Other Members forming part of the quorum are excluded from voting on the item which is to be decided, then that item cannot be dealt with at the meeting.
- (3) If a quorum is not present, then the meeting shall be adjourned to a time and date decided by the Chairperson.
- (4) Where the law allows and proper facilities are available, a member may be regarded as being present at a meeting if he or she is able to participate from a remote location by a video link or other communication link. A member participating in a meeting in this way will be counted for the purposes of deciding if a quorum is present.

14 Committees and Sub Committees

- (1) 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 committee such matters as the Partnership may specify.
- (2) The Partnership may delegate any of its functions to any committee established by the Partnership, except that the following will not be delegated to any committee:
 - (a) Introduction of new policies or changes in policies which might have a significant impact on the resources of the Partnership.
 - (b) Any matter of involving expense not in accordance with financial regulations.
- (3) These Standing Orders shall apply to Committees as they do to the Partnership.

15 Special Meetings

A special meeting of the Partnership may be called at any time by:-

- (a) The Chairperson requesting the Secretary to do so, or
- (b) A written requisition, signed by at least one quarter of the Members, and specifying the business to be transacted at the meeting. In such case, the meeting shall be held within 14 days of receipt of the requisition by the Secretary, and only the business listed in the requisition may be considered.

16 Schedule of Meetings

The Partnership shall approve in advance of each calendar year a provisional set of dates and venues for its scheduled meetings. The schedule will be published on the Partnership website, and will be notified to the Constituent Councils.

17 Meeting Papers and Agenda

The agenda for a Partnership meeting will be determined by the Chairperson and Deputy Chairperson(s), with advice from Partnership officers and the Secretary. Members may, with the agreement of the Chairperson, present items or questions for inclusion on the agenda, provided that these are given in writing to the Secretary by 12 noon on the seventh working day before the meeting.

18 Notice of Meetings

At least 7 working days before a meeting of the Partnership, or, if in the opinion of the Secretary, a meeting needs to be called at shorter notice in circumstances of extreme urgency, then at the time it is called:

- (a) the Secretary shall publish the time and place of the meeting at the offices of the Partnership, at the headquarters of each of the Constituent Councils, and on the Partnership's website. If the meeting is a special meeting called by Members, then the notice shall be signed by those Members and shall set out the business they want to deal with at the meeting;
- (b) the Secretary shall send a summons to attend the meeting to every Member either by post or e-mail to an address specified by each Member for the receipt of Partnership papers. The summons shall set out the business to be dealt with at the meeting and the proposed order for dealing with business.
- (c) at least 7 working days before the meeting the Secretary shall issue to every member by the means set out in sub paragraph 18(b) any papers and reports relating to the agenda which are to be considered by the meeting. Such papers and reports shall also be published on the Partnership's website (other than those relating to confidential or exempt items of business as specified in sub paragraph 23(3) below).

19 Urgent Business

If 7 working days' notice has not been given for any item, the item may be considered at the meeting only if the Chairperson rules that there are special reasons why it is a matter of urgency. The Chairperson must give those reasons which shall be recorded in the Minute. The item must be made known at the start of the meeting when the order of business is decided. If the Chairperson rules that the matter is not urgent, then it will be included as an item for the next ordinary meeting of the Partnership, unless it is dealt with before then.

20 Motions

- (1) Members may give notice of motions to the Secretary at least 10/14 working days before a meeting of the Partnership in order that such motions may be included in the business of the meeting. Motions must be in writing and signed by the proposer and seconder.

- (2) If a motion which does not relate to the published business of the meeting is submitted without adequate notice being given, it may be considered at the end of the meeting if the Chairperson rules there are special reasons why it is a matter of urgency. In this instance the Secretary shall read the motion to the meeting at the start of the meeting.
- (3) Motions relating to the business under discussion may be taken at the meeting and must be proposed and seconded by Members present.
- (4) When a motion with one or more amendments is before a meeting, the Chairperson will decide the order and manner for putting the motion and amendments to the meeting.

21 Chair of Meetings

- (1) The Chairperson will chair a meeting of the Partnership when he/she is present. If the Chairperson is absent, the Vice-Chairperson will take the chair. If the Chairperson and Vice-Chairperson are both absent, then another Member shall be chosen by the Members present to chair the meeting. Any person chairing a meeting will have the same powers and duties as Chairperson of the Partnership including the exercise of a casting vote.
- (2) A substitute Member attending a meeting which would have otherwise been chaired by the Member being substituted, shall not chair the meeting unless there is no Vice-Chairperson present and the substitute Member is chosen by the meeting to take the chair in accordance with sub paragraph (1) above.
- (3) The Chairperson will decide all matters of order, competence and relevance arising at meetings, and his/her decision is final on all points of order. The Chairperson must keep order and make sure that Members have a fair hearing. If there is disorder at any meeting the Chairperson may adjourn the meeting by simply leaving the meeting.

22 Attendance at Meetings

- (1) The Secretary shall record the names of the Members present at each meeting, and shall keep a register of attendance at meetings and inform the Chairperson of the name of any Member absent from meetings as set out in sub paragraph (2) below.
- (2) The Partnership may request a constituent Council to terminate the membership of a Councillor Member or may remove an Other Member from office or terminate the appointment of an Observer, if such Member or Observer has been absent from meetings of the Partnership or Committees without giving reasons acceptable to the Chairperson for the longer of (a) six consecutive months, or (b) three consecutive meetings of the Partnership or of any Committee normally attended by the Member or Observer, such period starting from the date of any meeting.

23 Attendance by Members of the Public and Press

- (1) Except where this Standing Order says otherwise, every meeting of the Partnership and its committees shall be open to the public and the press.
- (2) The Chairperson may keep any Members of the public or press out of a meeting, or cause them to leave, if they are interrupting or hindering the work of the Partnership.
- (3) Members of the public and press may be kept out of a meeting when an item of business is being considered if it is likely that confidential information or exempt information, as defined in the 1973 Act, will be disclosed.
- (4) This Standing Order does not require the Partnership to allow the taking of photographs or access for radio or television broadcasting. Such access is at the discretion of the Chairperson presiding at the meeting.

24 Order of Business

- (1) The business of the Partnership at ordinary meetings will normally take place in the following order:
 - a) Order of business
 - b) Declarations of interests by Members
 - c) Minutes of previous meetings
 - d) Motions of which notice has been given
 - e) Election business, including any matters of appointments
 - f) Special business (relating to annual estimates or budgets)
 - g) Ordinary business
 - h) Motions given in at the start of the meeting, if the Chairperson rules they are matters of urgency, to be dealt with at the meeting.
- (2) Any item on the agenda may be taken out of its order if: -
 - a) the Chairperson decides this; or
 - b) a Member suggests it and those at the meeting agree.

25 Declaration of Interests

- (1) In accordance with paragraphs 5.16 and 5.17 of the Partnership's Code of Conduct, Members must declare any interests in relation to any matter which is to be considered.
- (2) Any member who has declared an interest in an item should restate his/her declaration immediately before the item is discussed, and must determine for themselves whether or not to refrain from participating in the discussion or withdraw from the meeting while the discussion is taking place

26 Adjournment of Meetings

- (1) The Partnership may adjourn any meeting to any other time or day that the Chairperson may fix at the time or afterwards.
- (2) The Partnership may adjourn any meeting for a reasonable interval by decision of the Chairperson or if a Member proposes it, another seconds it, and the Members vote in favour of it.

27 Order of Debate

The Chairperson will regulate the order of debate. A Member who wants to speak will, when called on, address the Chair. A Member proposing a motion has a right of reply.

28 Minutes of Meetings

- (1) Minutes of the proceeding of a meeting of the Partnership shall be drawn up and shall be signed at the same or next suitable meeting of the Partnership by the person presiding thereat and any Minute purporting to be so signed shall be received in evidence without further proof.
- (2) Until the contrary is proved, a meeting of a Partnership, a Minute of whose proceedings has been made and signed as above, shall be deemed to have been duly convened and held, and all the Members present at the meeting shall be deemed to have been duly qualified.

29 Revoking a Resolution

A decision of the Partnership cannot be changed within 12 months unless:

- (1) the Chairperson rules that there has been a material change of circumstances; and
- (2) notice has been given of the proposed change. This shall be recorded in the Minute.

30 Suspension of or Amendment to Standing Orders

- (1) Standing Orders may be suspended at any meeting if two thirds of the Members present agree to such suspension.
- (2) Any or all of the Standing Orders may be cancelled or altered at a meeting of the Partnership if a resolution to do so is passed by a two thirds majority of the Members present, provided that notice of such resolution has been given at a previous ordinary meeting of the Partnership.
- (3) If the Secretary considers that any decision of the Partnership relating to the conduct of its business has altered Standing Orders he should report this to the Partnership.
- (4) The Partnership may determine by a two thirds majority of the Members present to amend these Standing Orders to require that certain specified decisions be determined by a majority greater than a simple majority of the votes cast.

31 Appointment and Responsibility of the Proper Officer(s) and Officers of the Partnership

- (1) The Partnership shall appoint appropriate person(s) as Proper Officer(s) in accordance with the requirements of Schedule 1 of the 2005 Act as further clarified by guidance from the Scottish Government. Where the Partnership Director is appointed as Proper Officer, he/she shall ensure that he/she takes appropriate advice from the appropriate officer or adviser to the Partnership.
- (2) The Partnership shall employ or engage under contract such persons as it deems appropriate to conduct its business under the Partnership's direction. The Partnership may delegate to such employees or contractors such duties and functions as are set out in the Partnership's approved Scheme of Delegation, and shall ensure that all delegations are exercised in accordance with the law and having regard to any lawful direction or guidance issued by the Scottish Government.

32 Financial Instructions and Arrangements

The Partnership will adopt such protocols and instructions as are necessary for its proper financial control and administration, including all arrangements for budgeting and financial planning and the delivery of Best Value in terms of the Local Government in Scotland Act 2003.

33 Code of Conduct

Members of the Partnership should comply with the Model Code of conduct for Members of Boards of Devolved public Bodies (2014), made under the Ethical Standards in Public Life etc. (Scotland) Act 2000

34 Matters of urgency

If a decision which would normally be made by the Partnership or by a committee with delegated powers requires to be made urgently between meetings, the Partnership Director, in consultation with the Chairperson (whom failing, the Vice-Chairperson), may take action subject to the matter being reported to the next meeting of the Partnership.