

SCHEDULE

Regulation 13(1)

RULES AS TO MEETINGS AND PROCEEDINGS OF THE BOARD OF DIRECTORS

1. The first meeting of the board of directors of an NHS trust (in this Schedule referred to as “the board”) shall be held on such day and at such place as may be fixed by the chairman and he shall be responsible for convening the meeting.

2.—(1) The chairman may call a meeting of the board at any time.

(2) If the chairman refuses to call a meeting after a requisition for that purpose, signed by at least one third of the whole number of directors, has been presented to him or if, without so refusing, the chairman does not call a meeting within seven days after such requisition has been presented to him, those directors who presented the requisition may forthwith call a meeting.

(3) Before each meeting of the board, a notice of the meeting, specifying the business proposed to be transacted at it and signed by the chairman, or by an officer of the trust authorised by the chairman to sign on his behalf, shall be delivered to every director or sent by post to the usual place of residence of such director so as to be available to him at least three clear days before the meeting.

(4) Lack of service of the notice on any director shall not affect the validity of a meeting.

(5) In the case of a meeting called by directors in default of the chairman, the notice shall be signed by those directors and no business shall be transacted at the meeting other than that specified in the notice.

3.—(1) At any meeting of the board the chairman, if present, shall preside.

(2) If both the chairman and vice-chairman (if any) are absent a non-executive director chosen at the meeting by the directors present shall preside.

(3) Every question at a meeting shall be determined by a majority of the votes of the directors present and voting on the question and, in the case of any equality of votes, the person presiding shall have a second casting vote.

(4) The names of the directors present at the meeting shall be recorded.

(5) No business shall be transacted at a meeting of the board unless there are present at least one third of the whole number of directors including, where such meeting takes place on or after the operational date, at least one executive director and one non-executive director.

(6) The minutes of the proceedings of a meeting shall be drawn up and submitted to the next ensuing meeting for agreement whereafter they will be signed by the person presiding at that meeting.

4.—(1) Where a post of executive director is shared by more than one person in accordance with regulation 4—

(a) those persons or any one of them shall be entitled to attend any meeting of the board;

(b) where more than one of those persons attend they shall be entitled to vote on any topic raised at the meeting provided they have agreed between themselves as to the way in which the vote is to be cast;

(c) if they do not so agree no vote shall be cast by them;

(d) the presence of any one or more of those persons shall count as the presence of one person for the purpose of paragraph 3(5) of this Schedule.

(2) The provisions of paragraph 4(1) of this Schedule are subject to the provisions of regulation 14.