Item 14 Participation in Board Meetings

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Summary: It is proposed to clarify the Board's Standing Orders to approve participation in Board meetings by telephone or live video link and not just by attendance in person at the meeting itself.

Purpose of Paper: For approval of the proposal

Background

1. Currently the "Standing Orders Regulating the Meetings and Proceedings of the Board" state in paragraph 8.7:

   "All questions coming or arising before a meeting shall be decided by a majority of the member's present and voting thereon and, in the case of an equality of votes, the person presiding at the meeting shall have a second or casting vote".

2. Plainly it requires members to be physically present at the meeting in order to cast a vote. It is proposed that the Board amends its Standing Orders to enable members who are not physically able to be present, to participate in Board meetings and to exercise their vote, by telephone or live video link.

3. It is arguable in an age when telecommunications are commonplace, reliable and extensively used for business that a physical presence at a meeting should no longer be a prerequisite for participation. Attendance at meetings should be encouraged and expected as the normal practice. However, if a member is not able to be present and makes a request to the chairman to participate by phone or video link, this should be granted if, in the view of the chairman, the member has provided a reasonable and acceptable explanation as to why they cannot attend in person.

4. In view of the size of the Board meetings, in terms of the number of members, participation by phone or live video link will not be straightforward, and thus is only likely to be used on rare occasions.

Recommendations

1. **The Board's Standing Orders Regulating Meetings should be amended to permit participation and voting by telephone or live video link.**

2. **That such permission is only granted that the discretion of the chairman provided he/she accepts that the member is unable to attend in person.**